

Resolution No. 1/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the election of the Chairperson of the Ordinary General Shareholders Meeting

Pursuant to Article 409 sec. 1 of the Commercial Companies Code and Article 14 sec. 13 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

..... is elected as the Chairperson of the Ordinary General Shareholders Meeting.

Resolution No. 2/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the adoption of the agenda of the Ordinary General Shareholders Meeting

the Ordinary General Shareholders Meeting of Apator S.A., adopts the following agenda:

1. Opening of the Ordinary General Shareholders Meeting.
2. Election of the Chairperson of the Ordinary General Shareholders Meeting.
3. Confirmation of the correctness of convening the Ordinary General Shareholders Meeting and its ability to adopt resolutions.
4. Approval of the agenda of the Ordinary General Shareholders Meeting.
5. Consideration and approval of the report submitted by the Management Board on the activity of Apator Group for the period from 1 January 2024 to 31 December 2024, including the report on the activity of Apator S.A. for the period from 1 January 2024 to 31 December 2024.
6. Consideration and approval of the financial statements of Apator S.A. for the financial year 2024.
7. Consideration and approval of the consolidated financial statements of the Apator Group for the financial year 2024.
8. Acknowledgement of the fulfilment of duties by Members of the Management Board of Apator S.A. in 2024.
9. Consideration and approval of the report submitted by the Supervisory Board of Apator S.A. for the period from 1st January 2024 to 31st December 2024.
10. Adoption of the resolution giving the opinion on the report of the Supervisory Board of Apator S.A. on remuneration of the members of the Executive Board and the Supervisory Board of Apator S.A. for the year 2024.
11. Granting the vote of approval to the members of the Supervisory Board of Apator S.A. for the performance of their duties in 2024.
12. Adoption of the resolution on profit distribution for the financial year 2024.

13. Determination of the number of the Members of the Supervisory Board for the new joint tenure.
14. Appointment of Supervisory Board Members for a new joint term.
15. Determination of remuneration for Supervisory Board Members.
16. Adoption of the resolution on the merger of Apator S.A. with the seat in Toruń as the Acquiring Company with the subsidiary Fabryka Aparatury Pomiarowej 'PAFAL' S.A. with the seat in Świdnica as the Acquired Company.
17. Adoption of the resolution on the change of the remuneration policy of the members of the Executive Board and the Supervisory Board of Apator S.A.
18. Adoption of the resolution on the adoption of the consolidated text of the remuneration policy of the members of the Management Board and Supervisory Board of Apator S.A.
19. Adoption of the resolution on the authorisation of the Supervisory Board of Apator S.A. to adopt Gender Balance Policy.
20. Adoption of the resolution on the change of the Statute of Apator S.A.
21. Adoption of the resolution on the adoption of the unified text of the Statute of Apator S.A.
22. Adoption of the resolution on the change of the Regulations of the Supervisory Board of Apator S.A.
23. Adoption of the resolution on the adoption of the unified text of the Regulations of the Supervisory Board Apator S.A.
24. Adoption of the resolution on creation of the Programme of own shares buy-back in order to their redemption and reduction of share capital and creation of the Fund for redemption of shares to be used for financing the Programme of own shares buy-back.
25. Miscellaneous.
26. Closing of the meeting.

Justification for Resolutions No. 1/VI/2025 and 2/VI/2025:

The draft resolutions concern matters of order, i.e. the election of the Chairperson of the Ordinary General Shareholders Meeting and the adoption of the agenda of the General Shareholders Meeting.

Resolution No. 3/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

regarding consideration and approval of the Report of the Executive Board on Activity of Group Apator for the period since 1st January 2024 till 31st December 2024 including Report of the Executive Board on Activity of Apator S.A. for the period since 1st January 2024 till 31st December 2024.

Based on art. 395 § 2 and § 5 of the Polish Commercial Companies Code and § 14 para 14 of the Statute Apator S.A. The Ordinary General Shareholders Meeting of Apator S.A. resolves as follows:

After consideration the report of the Executive Board on activity of Grupa Apator for the period from 1st January 2024 to 31st December 2024 including the report of the Executive Board from activity of Apator S.A. for the period from 1st January 2024 to 31st December 2024 is approved.

Justification for Resolution No. 3/VI/2025

Pursuant to Article 395 § 2(1) and Article 395 § 5 of the Commercial Companies Code, the agenda of the Ordinary General Meeting should include the review and approval of the Management Board's report on the activities of the Apator Group and Apator S.A. The data contained in the Management Board's report on the activities of the Apator Group, including the Management Board's report on the activities of Apator S.A., have been analysed by the certified auditor KPMG Audyt Sp. z o.o. Sp. k. and assessed by the Supervisory Board of Apator S.A.

Resolution No. 4/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on consideration and approval of the financial statement of Apator S.A. for the financial year 2024.

Pursuant to Article 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

After consideration, the Ordinary General Shareholders Meeting approves the financial statements of Apator S.A. for the financial year 2024, including:

1. the statement of financial position prepared as at 31 December 2024, with total assets and liabilities amounting to PLN 546.007 thouS.A.nd,
2. the statement of comprehensive income prepared for the period from 1 January 2024 to 31 December 2024 showing S.A.les revenue of PLN 536.578 thouS.A.nd, total comprehensive income of PLN 63.295 thouS.A.nd and net profit of PLN 63.295 thouS.A.nd,
3. the statement of cash flows showing, for the period from 1 January 2024 to 31 December 2024, an increase in net cash by the amount of PLN 1,258 thouS.A.nd,
4. the statement of changes in equity showing an increase in equity in the period from 1 January 2024 to 31 December 2024 by PLN 43.707 thouS.A.nd,
5. notes to the separate financial statements, including a description of significant accounting policies and other explanatory information.

Resolution No. 5/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on consideration and approval of consolidated financial statements of the Apator Group for financial year 2024

Pursuant to Article 395 sec. 5 of the Commercial Companies Code and Article 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

After consideration, the consolidated financial statements of the Apator Group for the financial year 2024 are approved, comprising:

1. the consolidated statement of financial position prepared as at 31 December 2024, with total assets and liabilities amounting to PLN 965.357 thouS.A.nd,
2. the consolidated statement of profit or loss and other comprehensive income prepared for the period from 1 January 2024 to 31 December 2024 showing S.A.les revenue of PLN 1.227.799 thouS.A.nd, total comprehensive income of PLN 70.953 thouS.A.nd and net profit of PLN 73.214 thouS.A.nd,
3. the consolidated statement of cash flows showing, for the period from 1 January 2024 to 31 December 2024, an increase in net cash by the amount of PLN 5.223 thouS.A.nd,
4. the statement of changes in consolidated equity showing a decrease in equity from 1 January 2024 to 31 December 2024 of PLN 53.479 thouS.A.nd,
5. notes to the consolidated financial statements containing a description of significant accounting policies and other explanatory information.

Justification for Resolutions No. 4/VI/2025 and No. 5/VI/2025:

Pursuant to Article 395 § 2(1) and Article 395 § 5 of the Commercial Companies Code, the agenda of the Ordinary General Meeting should include the review and approval of the financial statements of Apator S.A. and the financial statements of the Apator Group for the previous financial year. The necessity to approve these documents by the General Meeting also results from Article 53(1) and Article 63c(4) of the Accounting Act of 29 September 1994.

The data contained in the financial statements of Apator S.A. and the Apator Group have been analysed by the certified auditor KPMG Audyt Sp. z o.o. Sp. k. and assessed by the Supervisory Board of Apator S.A.

Resolution No. 6/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the President of the Executive Board of Apator S.A. Maciej WyczeS.A.ny in the financial year 2024.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Maciej WyczeS.A.ny for the performance of duties of the President of the Executive Board in the financial year 2024.

Resolution No. 7/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the member of the Management Board of Apator S.A. Łukasz Zaworski in the financial year 2024.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Łukasz Zaworski for the performance of duties of the Member of the Management Board of Apator S.A. in the financial year 2024.

Resolution No. 8/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the member of the Management Board of Apator S.A. Robert Kowalski in the financial year 2024.

Pursuant to Article 395 sec. 2 of the Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A. the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Robert Kowalski for the performance of duties of the Member of the Management Board of Apator S.A. in the financial year 2024.

Justification for Resolutions No. 6/VI/2025, 7/VI/2025, 8/VI/2025:

Pursuant to Article 395 § 2(3) of the Commercial Companies Code, granting discharge to the members of the Company's governing bodies, including the members of the Management Board, for the performance of their duties requires a resolution of the Ordinary General Meeting.

Resolution No. 9/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on consideration and approval of the report of the Supervisory Board of Apator S.A. for the period from 1 January 2023 to 31 December 2024.

Pursuant to Article 382 sec. 3 point 3 of the Commercial Companies Code, and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

After consideration, the report of the Supervisory Board of Apator S.A. for the period from 1 January 2024 to 31 December 2024 is approved.

Justification for Resolution No. 9/VI/2025

Pursuant to Article 382 sec. 3 point 3 of the Commercial Companies Code, the duties of the Supervisory Board include submitting an annual written report to the Ordinary General Shareholders Meeting for the previous financial year. Pursuant to Art. 14 sec. 14 of the Articles of Association of Apator S.A., the consideration and approval of the report on the activity of the Supervisory Board requires the resolution of the General Shareholders Meeting.

Resolution No. 10/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the opinion on the report of the Supervisory Board of Apator S.A. on the remuneration of the Members of the Management Board and the Supervisory Board of Apator S.A. for the year 2024.

Pursuant to Art. 14 sec. 14 of the Articles of Association of Apator S.A., and Art. 395 sec. 21 of the Commercial Companies Code in relation to Art. 90g sec. 6 of the Act of 29th July 2005 on Public Offering, the Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies the Ordinary General Shareholders Meeting of Apator S.A. hereby resolves as follows:

The General Shareholders Meeting, after consideration, gives positive opinion to the report of the Supervisory Board of Apator S.A. on the remuneration of the Members of the Management Board and the Supervisory Board of Apator S.A. for the year 2024.

Justification for Resolution No. 10/VI/2025:

Pursuant to Article 395 sec. 21 of the Commercial Companies Code, in companies referred to in Article 90c sec. 1 of the Act of 29 July 2005 on Public Offering, the Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies, the subject of the Ordinary General Meeting should also be the adoption of a resolution giving an opinion on the Supervisory Board's Report on remuneration of members of the Management Board and the Supervisory Board, as referred to in Article 90g sec. 6 of the aforementioned Act.

The remuneration report was assessed by the auditor KPMG Audyt Sp. z o.o. sp. k., in accordance with Article 90g sec. 10 of the Act of 29 July 2005 on Public Offering and Conditions Governing the Introduction of Financial Instruments to Organised trading system and on public companies.

Resolution No. 11/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the Chairperson of the Supervisory Board of Apator S.A. Janusz Niedźwiecki in the financial year 2024.

Pursuant to Article 395 sec. 2 point 3 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Janusz Niedźwiedzki for the performance of duties of the Chairperson of the Supervisory Board of Apator S.A. in the financial year 2024.

Resolution No. 12/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the Deputy Chairperson of the Supervisory Board of Apator S.A. Mariusz Lewicki in the financial year 2024.

Pursuant to Article 395 sec. 2 point 3 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Mariusz Lewicki for the performance of duties of Deputy Chairperson of the Supervisory Board of Apator S.A. in the financial year 2024.

Resolution No. 13/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Danuta Guzowska in the financial year 2024.

Pursuant to Article 395 sec. 2 point 3 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Danuta Guzowska for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2024.

Resolution No. 14/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Janusz Marzygliński in the financial year 2024.

Pursuant to Article 395 sec. 2 point 3 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Janusz Marzygliński for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2024.

Resolution No. 15/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Marcin Murawski in the financial year 2024.

Pursuant to Article 395 sec. 2 point 3 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Marcin Murawski for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2024.

Resolution No. 16/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Kazimierz Piotrowski in the financial year 2024.

Pursuant to Article 395 sec. 2 point 3 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Kazimierz Piotrowski for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2024.

Resolution No. 17/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on granting the acknowledgement of the fulfilment of duties by the member of the Supervisory Board of Apator S.A. Tadeusz Sosgórnik in the financial year 2024.

Pursuant to Article 395 sec. 2 point 3 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., hereby resolves as follows:

The acknowledgement is granted to Tadeusz Sosgórnik for the performance of duties of the Member of the Supervisory Board of Apator S.A. in the financial year 2024.

Justification for Resolutions No. 11/VI/2025, 12/VI/2025, 13/VI/2025, 14/VI/2025, 15/VI/2025, 16/VI/2025, 17/VI/2025

Pursuant to Article 395 sec. 2 point 3 of the Commercial Companies Code, granting acknowledgement to members of the Company's bodies, including members of the Supervisory Board, of the performance of their duties requires a resolution of the Ordinary General Shareholders Meeting.

Resolution No. 18/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the distribution of profit for the financial year 2024, the determination of the date on which the right to dividend is acquired and the date of payment of the dividend.

Pursuant to Article 348, Art. 395 sec. 2 of Commercial Companies Code and Art. 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Shareholders Meeting of Apator S.A., resolves as follows:

Based on the propoS.A.l of the Management Board and the opinion of the Supervisory Board, the net profit for the financial year 2024 in the amount of **63 081 004,10 PLN** is distributed as follows:

- | | |
|--------------------------|---|
| 1. dividends | PLN 29 382 365,70 , i.e. PLN 0,90 per share, |
| 2. supplementary capital | PLN 33 698 638,40 . |

1. An advance payment was made towards the expected dividend from the profit for the financial year 2023, in the total amount of PLN 9,8 million, or PLN 0,30 per share.
2. A total of 32,647,073 registered series A shares and bearer series A, B and C shares were eligible for the advance payment towards the anticipated dividend.
3. The advance payment towards the expected dividend for the financial year 2024 was made in accordance with Article 349 § 1 of the Commercial Companies Code and § 12 sec. 7 of the Articles of Association, pursuant to Resolution No. 117/2024 of the Management Board of 30 October 2024 and Resolution No. 47/2024 of the Supervisory Board of 30 October 2024. 7 of the Articles of Association, based on Management Board Resolution No. 117/2024 of 30 October 2024 and Supervisory Board Resolution No. 47/2024 of 30 October 2024.
4. The right to receive an advance payment towards the expected dividend for the financial year 2024 was granted to shareholders holding shares in Apator S.A. on 6 December 2024.

5. The advance payment towards the expected dividend for the financial year 2024 was made on 12 December 2024.
6. 32,647,073 registered series A shares and bearer series A, B and C shares are entitled to the payment of the remaining part of the dividend.
7. The right to receive the remaining part of the dividend in the amount of PLN 0.60 will be granted to shareholders holding Apator S.A. shares on 28 August 2025 (dividend date). The advance payment amounted to a total of PLN 9.8 million, i.e. PLN 0.30 per share.
8. The remaining dividend of PLN 0,60 per share shall be paid on 11 September 2025 (dividend payment date).

Justification for Resolution No. 18/VI/2025

Pursuant to Article 395 sec. 2 point 2 of the Commercial Companies Code, the focus of the Ordinary General Shareholders Meeting should be the adoption of a resolution on profit distribution or loss coverage.

Financial statements of Apator S.A. for the financial year 2024 shows the net profit generated in the amount of **PLN 63 081 004,10**. The Management Board of the Company proposes to pay a net dividend of PLN 0.90 per share. In the opinion of the Management Board, the Company has sufficient financial resources to allocate the amount of **PLN 29 382 365,70** for the dividend without detriment to the Company's activity.

The resolution on the distribution of profit should specify, pursuant to the provisions of Article 348 sec. 4 and sec. 5 of the CCC - the day on which the number of shareholders entitled to dividend for a given financial year is determined (dividend day) and the date of payment of dividend. Taking the above into account, the Management Board of the Company proposes that the dividend date be set at 28 August 2025 and the dividend payment date at 11 September 2025.

Resolution No. 19/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on determining the number of members of the Supervisory Board.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

It is hereby determined that the Supervisory Board of Apator S.A., appointed for a new term of office in the years 2025-2030,

shall consist of members.

Justification for Resolution No. 19/VI/2025

Due to the end of the term of office of the Members of the Supervisory Board for the years 2020-2025, it is necessary to first determine the number of Members of the Supervisory Board operating during the new joint term of office for the years 2025-2030.

Resolution No. 20/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the appointment of a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

Mr/Ms is hereby appointed as a Member of the Supervisory Board for a joint term of office in the years 2025-2030.

Resolution No. 21/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the appointment of a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

Mr/Ms is hereby appointed as a Member of the Supervisory Board for a joint term of office in the years 2025-2030.

Resolution No. 22/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the appointment of a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

Mr/Ms is hereby appointed as a Member of the Supervisory Board for a joint term of office in the years 2025-2030.

Resolution No. 23/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the appointment of a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

Mr/Ms is hereby appointed as a Member of the Supervisory Board for a joint term of office in the years 2025-2030.

Resolution No. 24/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the appointment of a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

Mr/Ms is hereby appointed as a Member of the Supervisory Board for a joint term of office in the years 2025-2030.

Resolution No. 25/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the appointment of a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

Mr/Ms is hereby appointed as a Member of the Supervisory Board for a joint term of office in the years 2025-2030.

Resolution No. 26/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the appointment of a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting hereby resolves as follows:

Mr/Ms is hereby appointed as a Member of the Supervisory Board for a joint term of office in the years 2025 - 2030.

Justification for Resolutions No. 20/VI/2025, 21/VI/2025, 22/VI/2025, 23/VI/2025, 24/VI/2025, 25/VI/2025, 26/VI/2025

In connection with the end of the term of office of the members of the Supervisory Board, who held their positions in the years 2020-2025, and pursuant to Article 385 § 1 of the Commercial Companies Code and § 14 sec. 14 and § 15 sec. 1 of the Articles of Association of Apator S.A., the Ordinary General Meeting is responsible for appointing members of the Supervisory Board for a new term of office in the years 2025-2030.

After the candidates for members of the Supervisory Board have been nominated and the vote has been taken, the above resolutions will be adopted.

Resolution No. 27/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on determining the remuneration for Members of the Supervisory Board.

Pursuant to Article 392 § 1 of the Commercial Companies Code and § 14 sec. 14 of the Articles of Association of Apator S.A., the following is hereby resolved:

The remuneration for Members of the Supervisory Board is determined as follows:

1. for the Chairman of the Supervisory Board – PLN 11,000 gross per month;
2. for other Members of the Supervisory Board – PLN 9,000 gross per month;
3. allowance for performing functions in Supervisory Board committees – PLN 2,000 gross per month.

Justification for Resolution No. 27/VI/2025

In connection with the appointment of Members of the Supervisory Board for a new term of office, it is necessary to determine the remuneration of the Members of the Supervisory Board for the period of their term of office in 2020-2025. The Management Board recommends that the remuneration be set at the proposed level.

Resolution No. 28/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the merger of Apator S.A. with the seat in Toruń, as the Acquiring Company, with the subsidiary Fabryka Aparatury Pomiarowej „PAFAL” S.A. with the seat in Świdnica, as the Acquired Company.

Pursuant to Article 492 § 1 point 1 and Article 506 of the Commercial Companies Code, as well as § 14 sec. 14 of the Statute of Apator S.A. General Shareholders Meeting, after oral presentation by the Management Board of the Company of significant elements of the content of the merger plan and all significant changes in the assets and liabilities that occurred between the date of preparation of the merger plan and the date of adoption of this resolution, adopts the following resolution:

§ 1.

The merger of the Company Apator S.A. with the seat in Toruń, address: Gdańska 4A, loc. C4, 87-100 Toruń, entered into the Register of Entrepreneurs of the National Court Register kept by the District Court in Toruń VII Economic Department of the National Court register under KRS no. 0000056456, NIP: 8790166896, REGON: 870037630, share capital 3.264.707,30 PLN, paid in full (Acquiring Company) with subsidiary Fabryka Aparatury Pomiarowej „PAFAL” S.A. with registered office in Świdnica, address: Łukasieńskiego 26, 58-100 Świdnica, entered in the Register of Entrepreneurs of the National Court Register kept by the District Court Wrocław Fabryczna in Wrocław, IX Economic Division of the National Court Register. KRS: 0000057162, NIP: 8840007758, REGON: 890530639, share capital PLN 100.004, 22, paid in full, (Acquired Company), pursuant to article 492 § 1 point 1 of the Commercial Companies Code, i.e. through the transfer of all assets of the Acquired Company to the Acquiring Company – on rules specified in the plan of merger agreed between the Management Boards of the merging Companies on 24 March 2025 (hereinafter referred to as the „Plan of Merger”), which pursuant to Article 500 §2¹ in conjunction with Article 516 §6 of the Commercial Companies Code, was made available in the Company’s current report No. 15/2025 of 23 May 2025, as well as on the

website www.apator.com on the main page of the website Relationships Investor Relations and also on <https://www.apator.com/grupa-apator/spolki-grupy-apator/fap-pafal-s-a>.

§ 2.

The contents of the Plan of Merger was agreed between the Management Boards of the merging companies on 24 March 2025, which is attached to this resolution.

§ 3.

The Management Board of the Company is authorised to take all necessary factual and legal steps related to the merger of the Acquired Company with the Acquiring Company and undertaken for the purpose of merging the Companies, including in particular making the necessary entries in the National Court Register, as well as the required announcements of the merger on the Company's website and in the Court and Economic Monitor after the merger has been registered by the competent registry court.

§ 4.

The resolution comes into force as of the date of its adoption. The merger of the Acquired Company with the Acquiring Company shall take place upon registration of the merger in the Register of Entrepreneurs by the competent registration court for the Acquiring Company.

Justification for Resolution No. 28/VI/2025

Pursuant to Article 506 §1 of the Commercial Companies Code, the merging of companies requires resolution of the Ordinary General Meeting. Whereas, the resolution of the General Meeting of the public company demands a two-thirds majority of votes.

Reasons for the merger: The Management Boards of the companies see the need for a merger in order to streamline and simplify the structure of companies within the Apator Group, in which

Apator S.A. is the parent company, especially since the merging companies operate in the same segment of goods and services and target their offer to a similar group of contractors. The aim is also to increase the efficiency of management of other entities in the Group, to centralise economic functions in a single entity, to reduce the operating costs of the Apator Group and companies within the Group, including in particular management costs and expenses for the supply of materials and services, and in particular to simplify relations and settlements within the Apator Group.

Resolution No. 29/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

regarding the change of Remuneration Policy of the Members of the Executive Board and Supervisory Board of Apator S.A.

Acting based on art 90e para 4 of the Act on Public Offer and Conditions of Introducing Financial Instruments to the Organized Trading System and Public Companies dated 29th July 2005 and § 14 para 14 of the Statute of Apator S.A. the Remuneration Policy of the Members of the Executive Board and Supervisory Board of Apator S.A. is changed as follows:

§ 1.

The current wording of **§ 1 sec. 1 of the Remuneration Policy** is amended to read:

1. The Remuneration Policy of the Members of the Management Board and Supervisory Board of Apator S.A. is the internal document of Apator S.A., adopted based on the article 90d of the Act on Public Offer and Conditions of Introducing Instruments to the Organized Trading System and Public Companies of 29th July 2005 (i.e. Journal of Laws of 2022, item 2554 as amended, hereinafter referred to as the **Act on Public Offering**) by the Ordinary General Shareholders Meeting of Apator S.A. on 2nd July 2020. (hereinafter referred to as the **Remuneration Policy**), amended by the resolution of the Ordinary General Meeting on 28 June 2023

to the following:

1. The Remuneration Policy of the members of the Management Board and Supervisory Boards of Apator S.A. is an internal document of Apator S.A. adopted based on Art. 90d of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005 (consolidated text Dz. U.

/Journal of Laws/ of 2022, item 2554 as amended, hereinafter referred to as the **Act on Public Offering**) by the General Shareholders Meeting of Apator S.A. on 2 July 2020, (hereinafter referred to as the **Remuneration Policy**), amended by the resolution of the General Shareholders Meeting adopted on 28 June 2023 and by a resolution of the General Shareholders Meeting adopted on 25 June 2025.

§ 2.

The current wording of **§ 1 sec. 2 of the Remuneration Policy** is amended to read:

2. It defines in particular the principles and methods of establishing and terminating legal relations with Members of the Management Board and Members of the Supervisory Board, as well as the principles for determining the remuneration of Members of the Management Board and Supervisory Board and the components of such remuneration.

to the following:

2. It defines the principles and methods of establishing and terminating legal relationships with the Members of the Management and Supervisory Boards, as well as the principles for determining the remuneration of the Members of the Management Board, including those who are also Directors and Members of the Supervisory Board, and the components of such remuneration.

§ 3.

The current wording of **§ 1 sec. 4a of the Remuneration Policy** is amended to read:

- a. Adoption of clear, predictable and common rules for the establishment of legal relations with members of the Management Board and the Supervisory Board as well as their remuneration,

to the following:

- a. adopting clear, predictable and common rules for the establishment of legal relationship with members of the Management and Supervisory Boards as well as for their remuneration, irrespective of the functions held in the Company or the positions additionally held;

§ 4.

A further sec. 6 is added to **§ 1 of the Remuneration Policy** to read as follows:

6. When a member of the Management Board is entrusted with additional duties or functions, they acquire the right to appropriate remuneration for their performance, determined according to the principles specified in this Remuneration Policy, regardless of the legal basis for such entrustment. The provisions of the Remuneration Policy apply to the remuneration of a member of the Management Board received for performing other duties or additional functions, accordingly, including the obligation to disclose it in the Remuneration Report.

§ 5.

A further point 5 is added to **§ 2 sec. 1 of the Remuneration Policy** to read as follows:

5. The legal relationship with a member of the Management Board may be terminated:
 - a) at any time with the consent of the Parties;
 - b) by the member of the Management Board with the notice period as stipulated in the concluded contract, including by resignation from their function;
 - c) as a result of dismissal from office by the Supervisory Board, where such dismissal to be treated as termination with notice under the contract;
 - d) without notice in accordance with the procedure provided for in Art. 52 and 53 of the Labour Code.

§ 6.

The current wording of **§ 2 sec. 2 point 2 of the Remuneration Policy** is amended to read:

2. When appointing a member of the Management Board, the Supervisory Board determines – in a resolution appointing the member of the Management Board or in a separate resolution – the basic elements of the remuneration in cash of the member of the Management Board, including the amount of basic and variable remuneration.

to the following:

2. When appointing a member of the Management Board, the Supervisory Board determines – in a resolution appointing the member of the Management Board or in a separate resolution or agreement – the basic elements of the remuneration in cash of the member of the Management Board, including the amount of basic and variable remuneration.

§ 7.

The current wording of **§ 2 sec. 3 point 1 and 2 of the Remuneration Policy** is amended to read:

1. The Management Board member's basic remuneration is paid monthly in the amount specified in the Supervisory Board's resolution and the document confirming the legal relationship.
2. The basic remuneration is payable on the date of payment of remuneration to the Company's employees.

to the following:

1. The Management Board member's basic remuneration is paid monthly in the amount specified in the Supervisory Board's resolution or the document confirming the legal relationship.
2. The basic remuneration is payable on the date of payment of remuneration to the Company's employees or on any other day agreed in the contract with the member of the Management Board.

§ 8.

The current wording of **§ 2 sec. 4 point 3 of the Remuneration Policy** is amended to read:

3. The payment of the annual bonus depends on the achievement of certain long-term management objectives by the individual members of the Management Board and on the Company's performance.

to the following:

3. The payment of the annual bonus depends on the achievement of certain long-term management objectives by the individual members of the Management Board and on the Company's performance. The Supervisory Board may differentiate the objectives set for members of the Management Board, also taking into account additional functions entrusted to them.

§ 9.

A further point 7 is added to **§ 2 sec. 4 of the Remuneration Policy** to read as follows:

7. The condition for a Management Board member to acquire the right to a bonus for the first full calendar year of performing the function of the Management Board member is performing that function for a full calendar year, except that if the Management Board member is appointed to the Company's Management Board during a calendar year, they may acquire the right to a bonus for a period shorter than one year of serving as a Management Board member in the first year of performing that function, if the Supervisory Board so decides, taking into account the provisions of Art 2 sec. 4 item 5 of the Remuneration Policy and the extent of the Management Board member's commitment to the goals set for that member.

§ 10.

The current wording of **§ 3 sec. 1 point 1 of the Remuneration Policy** is amended to read:

1. The basis for establishing a legal relationship with a member of the Supervisory Board is a resolution on their appointment to the Supervisory Board adopted by the General

Shareholders Meeting. A member of the Supervisory Board is appointed for the duration of the joint term, which lasts for five consecutive full fiscal years.

to the following:

1. The basis for establishing a legal relationship with a member of the Supervisory Board is a resolution on their appointment to the Supervisory Board adopted by the General Shareholders Meeting or the Extraordinary Shareholders Meeting. A member of the Supervisory Board is appointed for the duration of the joint term, which lasts for five consecutive full fiscal years.

§ 11.

The current wording of **§ 8 sec. 1 of the Remuneration Policy** is amended to read:

1. The Supervisory Board prepares a Remuneration Report annually, providing a comprehensive overview of the remuneration, including all benefits, received by individual members of the Management and Supervisory Boards during the last financial year.

to the following:

1. The Supervisory Board prepares a Remuneration Report annually, providing a comprehensive overview of the remuneration, including all benefits, received by individual members of the Management (irrespective of their additional functions) and Supervisory Boards during the last financial year.

§ 12.

The resolution comes into force as of the date of its adoption.

Justification for Resolution No. 29/VI/2025

Due to the need to adapt the provisions of the Remuneration Policy for Members of the Management Board and Supervisory Board to the needs of the Company, including changes in the organisational structure, it is resolved as above.

Resolution No. 30/VI/2025

of the Ordinary General Shareholders Meeting

of Apator S.A. of 25 June 2025

on the adoption of the consolidated text of the Remuneration Policy for Members of the Management Board and Supervisory Board of Apator S.A.

The Ordinary General Meeting hereby resolves as follows:

§ 1.

In connection with Resolution No. 29/VI/2025 of the Ordinary General Meeting, the consolidated text of the Remuneration Policy for Members of the Management Board and Supervisory Board of Apator S.A. is hereby adopted, with the following wording:

Appendix to Resolution no. 30/VI/2025

**Consolidated text of the Remuneration Policy for Members of the Management Board
and Supervisory Board**

Apator S.A. with its registered office in Toruń

§ 1.

Objectives of the Remuneration Policy and ways to achieve them

3. The Remuneration Policy of the members of the Management Board and Supervisory Boards of Apator S.A. is an internal document of Apator S.A. adopted based on Art. 90d of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005 (consolidated text Dz. U. /Journal of Laws/ of 2022, item 2554 as amended, hereinafter referred to as the **Act on Public Offering**) by the General Shareholders Meeting of Apator S.A. on 2 July 2020, (hereinafter referred to as the **Remuneration Policy**), amended by the resolution of the

General Shareholders Meeting adopted on 28 June 2023 and by a resolution of the General Shareholders Meeting adopted on 25 June 2025.

4. It defines the principles and methods of establishing and terminating legal relationships with the Members of the Management and Supervisory Boards, as well as the principles for determining the remuneration of the Members of the Management Board, including those who are also Directors and Members of the Supervisory Board, and the components of such remuneration.
5. The solutions adopted in the Remuneration Policy should contribute to the performance of the business strategy, long-term interests and stability of Apator S.A. (hereinafter also referred to as the Company).
6. The objectives indicated in sec. 3 above are performed by, in particular:
 - a. adopting clear, predictable and common rules for the establishment of legal relationship with members of the Management and Supervisory Boards as well as for their remuneration, irrespective of the functions held in the Company or the positions additionally held;
 - b. adhering to the Company's processes for entering into legal relationships with members of the Management and Supervisory Boards;
 - c. introducing common remuneration principles for the entire group of employees and associates of the Company, in particular with regard to the timing of remuneration, as well as variable remuneration components and fringe benefits;
 - d. linking the variable remuneration components to the Company's financial performance, among other things;
 - e. enabling the Management Board members to acquire remuneration in the form of financial instruments;
 - f. responding flexibly to changes in the Company's financial position or its business objectives by taking into account the needs and requests of the members of the Management and the Supervisory Boards and being able to amend the Remuneration Policy or temporarily waive its application;
 - g. strict Supervisory Board supervision over the implementation of the Remuneration Policy;
 - h. involvement in the process of enacting and monitoring the implementation of the Remuneration Policy for the General Shareholders Meeting.

7. Detailed principles of establishing legal relations with the members of the Management and Supervisory Boards, as well as their remuneration, are established according to generally binding legal regulations and internal regulations of Apator S.A., in particular the Articles of Association of Apator S.A., Regulations of General Shareholders Meeting, Regulations of the Supervisory Board and Regulations of the Management Board.
8. When a member of the Management Board is entrusted with additional duties or functions, they acquire the right to appropriate remuneration for their performance, determined according to the principles specified in this Remuneration Policy, regardless of the legal basis for such entrustment. The provisions of the Remuneration Policy apply to the remuneration of a member of the Management Board received for performing other duties or additional functions, accordingly, including the obligation to disclose it in the Remuneration Report.

§ 2.

1. Basis for establishing and terminating a legal relationship with members of the Management Board. Remuneration of members of the Management Board

8. The basis for establishing a legal relationship with a member of the Management Board and paying their remuneration is:
 - a. employment contract concluded for a limited or indefinite period, or
 - b. civil law contract, including a management contract concluded for the duration of holding the position of a member of the Management Board, or
 - c. appointment to perform the function of a member of the Management Board for the term of office of the member of the Management Board, or
 - d. civil law contract concluded with an entity cooperating with or employing a member of the Management Board, or
 - e. another legally permissible form of cooperation.
9. The choice of the basis for establishing a legal relationship with a member of the Management Board and the determination of their remuneration is determined through negotiations between the parties. These negotiations are conducted on behalf of the Company by the Supervisory Board or a proxy appointed by it from among the members of the Supervisory Board.
10. The final decision on the establishment of a legal relationship with a member of the Management Board, its basis, the rights and obligations of the parties with regard to, inter

alia, the termination of the legal relationship, as well as the principles of remuneration, are determined by the Supervisory Board of the Company in the form of a resolution to which a draft contract concluded with the member of the Management Board or the entity cooperating with or employing the member of the Management Board is attached.

11. The Supervisory Board may establish different bases for the legal relationship for individual members of the Management Board, and may also establish different rates of remuneration for individual members of the Management Board for the management of the Company and direct management of the Organisational Division, but regardless of this, the principles for dividing the remuneration of a given member of the Management Board into basic remuneration and variable remuneration must remain the same, regardless of the basis of the legal relationship applied.
12. The legal relationship with a member of the Management Board may be terminated:
 - e) at any time with the consent of the Parties;
 - f) by the member of the Management Board with the notice period as stipulated in the concluded contract, including by resignation from their function;
 - g) as a result of dismissal from office by the Supervisory Board, where such dismissal to be treated as termination with notice under the contract;
 - h) without notice in accordance with the procedure provided for in Art. 52 and 53 of the Labour Code.

2. Components of remuneration of members of the Management Board

1. Irrespective of the basis applied for establishing a legal relationship with the member of the Management Board, the member of the Management Board may receive from the Company a remuneration in cash for managing the Company, consisting of two parts, i.e. the basic and variable remuneration.
2. When appointing a member of the Management Board, the Supervisory Board determines
 - in a resolution appointing the member of the Management Board or in a separate resolution
 - the basic elements of the remuneration in cash of the member of the Management Board, including the amount of basic and variable remuneration.
3. A member of the Management Board may also be granted additional benefits under the rules applicable to the Company's employees.

3. Basic remuneration of a member of the Board

1. The Management Board member's basic remuneration is paid monthly in the amount specified in the Supervisory Board's resolution and the document confirming the legal relationship.
2. The basic remuneration is payable on the date of payment of remuneration to the Company's employees or on any other day agreed in the contract with the member of the Management Board.
3. The amount of basic remuneration is determined by the Supervisory Board, taking into account the expectations of the member of the Management Board, the Company's achieved profit level and remuneration benchmarks.

4. Variable part of the remuneration of a member of the Board

13. Each member of the Company's Management Board may receive variable remuneration.
14. Variable remuneration constitutes up to 80% of the basic remuneration and is paid in the form of an annual bonus.
15. The payment of the annual bonus depends on the achievement of certain long-term management objectives by the individual members of the Management Board and on the Company's performance. The Supervisory Board may differentiate the objectives set for members of the Management Board, also taking into account additional functions entrusted to them.
16. The management objectives determining the amount of variable remuneration may include:
 1. Financial objectives:
 - EBITDA level
 - net and gross profit level
 - revenue value and trend
 - *cash flow*
 - other financial indicators
 2. Non-financial objectives:
 - implementing the Company's and Group's business strategy
 - increasing business efficiency
 - actively seeking business development opportunities
 - active cooperation within the Group
 - customer satisfaction level

- implementation on the HR strategy
 - implementation of the ESG strategy
 - environmental indicators.
17. Payment of the variable remuneration follows the evaluation of the achievement of the objectives set by the Supervisory Board in the form of a resolution and the approval of the Company's financial statements by the General Shareholders Meeting.
 18. The Company does not provide for the deferral of variable remuneration or the possibility to claim it back.
 19. The condition for a Management Board member to acquire the right to a bonus for the first full calendar year of performing the function of the Management Board member is performing that function for a full calendar year, except that if the Management Board member is appointed to the Company's Management Board during a calendar year, they may acquire the right to a bonus for a period shorter than one year of serving as a Management Board member in the first year of performing that function, if the Supervisory Board so decides, taking into account the provisions of Art 2 sec. 4 item 5 of the Remuneration Policy and the extent of the Management Board member's commitment to the goals set for that member.

5. Additional non-cash benefits for members of the Management Board

1. Each member of the Company's Management Board may also receive additional non-cash benefits from the Company, under the principles applicable to the Company's employees, e.g.:
 - contribution to the costs of renting an apartment,
 - co-financing benefits available to the Company's employees (multisport card and medical package, additional life and motor insurance),
 - Employee Capital Plans (PPK),
 - company car for private use.
2. The Company does not offer additional pension schemes.
3. The Company may grant remuneration to the members of the Management Board in the form of financial instruments. The right to receive such remuneration may be acquired by members of the Management Board during the legal relationship between them and the Company.

§ 3.

Basis for establishing and terminating a legal relationship with members of the Supervisory Board. Remuneration of the Members of the Supervisory Board

1. Basis for establishing and terminating a legal relationship with members of the Supervisory Board and paying their remuneration

1. The basis for establishing a legal relationship with a member of the Supervisory Board is a resolution on their appointment to the Supervisory Board adopted by the General Shareholders Meeting or the Extraordinary Shareholders Meeting. A member of the Supervisory Board is appointed for the duration of the joint term, which lasts for five consecutive full fiscal years.
2. A member of the Supervisory Board may be dismissed at any time by a resolution of the General Shareholders Meeting.
3. Additionally, the mandate of a member of the Supervisory Board expires in other cases specified in the Code of Commercial Companies and Partnerships and the Company's Articles of Association.
4. The exclusive basis for the remuneration of Supervisory Board members for performing their functions in the Supervisory Body is resolutions of the General Shareholders Meeting, with the proviso that in the event that the Supervisory Board delegates its members to perform supervisory activities independently, the amount of remuneration is determined by resolution of the Supervisory Board. The principles of remuneration of a member of the Supervisory Board may be set out in the resolution appointing a Supervisory Board member or in a separate resolution.

2. Components of remuneration for members of the Supervisory Board

1. A member of the Supervisory Board receives remuneration in the form of a fixed monthly amount determined by a resolution of the General Shareholders Meeting, irrespective of attendance at meetings of the Supervisory Board. In the event of remuneration received by virtue of a resolution of the Supervisory Board, the Supervisory Board member receives remuneration in the amount and on the dates specified in that resolution.
2. Members of the Supervisory Board may benefit from additional non-financial benefits provided for employees of the Company in accordance with the Company's internal documents. These are the benefits referred to in Art. 2 item 5 of the Remuneration Policy.

3. Members of the Supervisory Board are entitled to claim reimbursement of travel expenses in connection with the performance of their duties as members of the Supervisory Board.
4. The remuneration of the Members of the Supervisory Board is paid on the same date as the remuneration of the Company's employees.
5. The Company does not grant remuneration in the form of financial instruments to the members of the Supervisory Board.

§ 4.

Terms and conditions of employment and remuneration of the Company's employees other than members of the Management and Supervisory Boards and their transfer to the remuneration policy for the members of the Management and Supervisory Boards

1. The Company's employees are primarily employed on the basis of an employment contract and, exceptionally, on the basis of a civil law contract or in the form of self-employment. Flexibility in this respect makes it possible for the Company to source the necessary experts from the labour market.
2. The Company's contracted employees are remunerated on the basis of the Corporate Collective Labour Agreement. Their remuneration, like that of the members of the Management Board, consists of three main elements: basic remuneration, variable remuneration and non-cash benefits and other financial allowances.
3. Employees' basic salary is determined based on a salary schedule created on the basis of an analysis of market salary reports and the Company's financial position. The remuneration of the employees, similarly to that of the members of the Management Board, depends on two elements: the Company's financial capacity and market benchmarks.
4. The variable remuneration of the employees, like that of the Members of the Management Board, is paid in the form of a bonus, and its payment depends both on the level of profit achieved by the Company and on the performance of individual employees.

§ 5.

Description of the decision-making process for establishing, implementing and reviewing the remuneration policy

1. The draft Remuneration Policy is prepared by and under the supervision of the Management Board.

2. In the process of preparing the Remuneration Policy, apart from the members of the Management Board, the following are involved:
 - a. representatives of the HR department responsible for preparing data regarding, e.g., the basis for establishing legal relationships with members of the Management and Supervisory Boards, as well as components of their remuneration;
 - b. lawyers for the assessment of the legal formality of the Remuneration Policy, including its compliance with applicable laws and regulations;
 - c. Members of the Supervisory Board with advisory and consultative powers.
3. The Management Board submits the agreed draft Remuneration Policy to the General Shareholders Meeting, which adopts a resolution to that effect.
4. Amendments to the Remuneration Policy are made in the same manner as its adoption.
5. A request to amend the Remuneration Policy may be submitted to the Company's Management Board by any member of the Management or the Supervisory Boards. A resolution to amend the Remuneration Policy is adopted by the General Shareholders Meeting of the Company at its next session.
6. The Company's Management Board is responsible for the implementation of the Remuneration Policy.
7. Supervision over the implementation of the Remuneration Policy is exercised by the Supervisory Board.
8. The Supervisory Board also draws up Remuneration Reports and submits them to the General Shareholders Meeting for its opinion. Art. 8 applies to remuneration reports.
9. The Supervisory Board reviews the existing Remuneration Policy at least once a year, taking into account in particular the long-term interests and stability of the Company as well as its financial performance. Data for the review of the Remuneration Policy, including in particular the remuneration of the members of the Management and Supervisory Boards for the relevant financial year, is prepared by the HR department.
10. The General Shareholders Meeting authorises the Supervisory Board to specify the elements of the Remuneration Policy within the limits determined by the General Shareholders Meeting in this Remuneration Policy and in accordance with the relevant legal provisions regarding:
 - a) the description of fixed and variable remuneration components, as well as bonuses and other monetary and non-cash benefits that may be granted to members of the Management Board;

- b) financial and non-financial criteria for the award of variable remuneration components, taking into account the provisions of Art. 2. sec. 4 item 4.4.1. i 4.4.2. of this Remuneration Policy;
- c) remuneration in the form of financial instruments with an indication of the specific dates on which the Management Board member may become entitled to remuneration in this form and the rules for the disposal of financial instruments.

§ 6.

Description of measures taken to avoid or manage conflicts of interest relating to the Remuneration Policy

1. The Remuneration Policy is designed to ensure that conflicts of interest relating to remuneration are identified and appropriately mitigated.
2. One of the elements of the variable remuneration award process involves appropriate risk mitigation measures, such as a multi-level decision-making process and clear and transparent performance evaluation criteria.

§ 7.

Temporary waiver of the Remuneration Policy

1. If necessary for the implementation of long-term interests and financial stability of the Company or to ensure its profitability, the Supervisory Board may, by resolution, decide on a temporary waiver of the Remuneration Policy
2. The resolution referred to in sec. 1 above should indicate, in particular, the reason for the waiver, the components of remuneration for which the waiver is introduced, and the period for which it has been adopted.
3. The Supervisory Board may at any time amend or revoke the resolution to temporarily waive the Remuneration Policy, indicating the reason for such amendment or revocation.
4. A resolution to temporarily waive the Remuneration Policy may be adopted at the request of any member of the Management or Supervisory Boards or based on a resolution of the Supervisory Board adopted on its initiative.
5. The request referred to in sec. 4 above should contain the reason for the waiver, the elements of remuneration from which the waiver is to be made and the period for which the waiver should be made.

6. A resolution to temporarily waive the Remuneration Policy may not apply to remuneration claims arising prior to its adoption.
7. The Supervisory Board immediately informs the Company's Management Board if a resolution is adopted to temporarily waive the Remuneration Policy.

§ 8.

Remuneration Reports

2. The Supervisory Board prepares a Remuneration Report annually, providing a comprehensive overview of the remuneration, including all benefits, received by individual members of the Management and Supervisory Boards during the last financial year.
3. Members of the Company's Supervisory Board are responsible for the information contained in the Remuneration Report.
4. The Remuneration Report in respect of each member of the Company's Management and Supervisory Boards includes, in particular;
 - 1) the amount of the total remuneration broken down into the components referred to in Art. 90d sec. 3 item 1 of the Act on Offering, and the mutual proportions between these components of the remuneration;
 - 2) explanation of how the total remuneration complies with the adopted Remuneration Policy, including how it contributes to the long-term performance of the Company;
 - 3) information on how the performance criteria were applied;
 - 4) information on the change, on an annual basis, in the remuneration, the Company's results and the average remuneration of employees of the Company who are not members of the Management Board or Supervisory Boards, in the period of at least the last five financial years, cumulatively, in a manner which allows comparisons;
 - 5) the amount of remuneration from entities belonging to the same group of companies within the meaning of the Accounting Act of 29 September 1994 on Accounting (consolidated text: Dz.U./Journal of Laws/ of 2023 item 120, as amended);
 - 6) number of granted or offered financial instruments and the main conditions for the exercise of rights from these instruments, including the price and date of exercise and their changes;
 - 7) information on the use of the option to demand the return of variable remuneration components;

- 8) information on deviations from the procedure for implementing the remuneration policy and derogations applied pursuant to Art. 90f of the Offerings Act, including an explanation of the grounds and procedure, and an indication of the elements subject to exceptions.

§ 9.

Application of the Remuneration Policy

1. The Remuneration Policy enters into force on the date specified in the resolution of the General Shareholders Meeting.
2. A resolution on the Remuneration Policy is adopted at least every four years.
3. The Company publishes on its website the content of the Remuneration Policy and the resolution on its approval, together with the date of its adoption and the results of the vote.

§ 2.

The resolution shall enter into force on the date of its adoption.

Justification for Resolution No. 30/VI/2025

The Resolution No. 30/VI/2025 is of an organisational nature.

Resolution No. 31/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on authorising the Supervisory Board of Apator S.A. to adopt a Gender Balance Policy

In connection with the implementation of Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors of listed companies and related measures (OJ EU L 315 of 07.12.2022, p. 44), (hereinafter referred to as: ‘the Directive’) and the ongoing work on the draft act amending the Act on Public Offering and Conditions for Introducing Financial Instruments to Organised Trading and on Public Companies and the Act on the Implementation of Certain European Union Provisions on Equal Treatment (draft of 4 February 2025), the date of entry into force of which is unknown, but may fall in the first half of 2026. The Ordinary General Meeting of Shareholders hereby resolves as follows:

§ 1.

The Supervisory Board of the Company is authorised to adopt a Gender Balance Policy within the time limit specified by law and to present it at the next Ordinary General Meeting of Shareholders of the Company.

§ 2.

The resolution shall enter into force on the date of its adoption.

Justification for Resolution No. 31/VI/2025

Legislative work is underway in Poland to implement Directive (EU) 2022/2381 of the European Parliament and of the Council of 23 November 2022 on improving the gender balance among directors of listed companies and related measures (OJ EU L 315 of 07.12.2022, p. 44), (hereinafter referred to as: ‘the Directive’). The Directive should be implemented by 28 December 2024. Currently, a draft law amending the Act on Public Offering and Conditions for

Introducing Financial Instruments to Organised Trading and on Public Companies and the Act on the Implementation of Certain European Union Provisions on Equal Treatment (hereinafter referred to as the 'Draft Law') is being prepared for this purpose.

The authorisation for the Supervisory Board assumes that the Policy will be adopted by the Supervisory Board and that the Supervisory Board will present it to the next Ordinary General Meeting of the Company.

Resolution No. 32/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

Pursuant to Art. 430 sec. 1 of the Commercial Companies Code and § 14 sec. 4 of the Articles of Association of Apator S.A., the following is hereby resolved:

§ 1.

The current wording of **Art. 6 sec. 5 of the Articles of Association of Apator S.A.** is amended as follows:

5. The Company's other lines of business are:

- Manufacture of electricity distribution and control apparatus, PKD 27.12.Z,
- Manufacture of other plastic products, PKD 22.26.Z,
- Manufacture of other technical ceramic products, PKD 23.44.Z,
- Manufacture of metal structures and parts of structures, PKD 25.11.Z,
- Machining of metal parts, PKD 25.62.Z,
- Manufacture of electronic printed circuits, PKD 26.12
- Manufacture of computers and peripheral equipment, PKD 26.20.Z,
- Manufacture of (tele)communication equipment, PKD 26.30.Z,
- Manufacture of consumer electronics, PKD 26.40.Z,
- Manufacture of watches and clocks, PKD 26.52.Z,
- Manufacture of installing equipment, PKD 27.33.Z,
- Manufacture of other electrical equipment, PKD 27.90.Z,
- Manufacture of office machinery and equipment, except computers and peripheral equipment, PKD 28.23.Z,
- Repair and maintenance of machinery, PKD 33.12.Z,
- Repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
- Repair and maintenance of electrical equipment, PKD 33.14.Z,
- Installation of industrial machinery and equipment and outfit, PKD 33.20.Z,

- Production of electricity, PKD 35.11.Z,
- Transmission of electricity, PKD 35.12.Z,
- Distribution of electricity, PKD 35.13.Z,
- Trade of electricity, PKD 35.14.Z,
- Dismantling of wrecks, PKD 38.31.Z,
- Recovery of sorted materials, PKD 38.32.Z,
- Electrical installation, PKD 43.21.Z,
- Works related to the construction of telecommunication and electric power lines, PKD 42.22.Z.,
- Wholesale of computers, peripheral equipment and software, PKD 46.51.Z,
- Wholesale of electronic and telecommunications equipment and parts thereof, PKD 46.52.Z,
- Wholesale of other intermediate products, PKD 46.76.Z,
- Wholesale of waste and scrap, PKD 46.77.Z,
- Non-specialised wholesale trade, PKD 46.90.Z,
- Retail sale of computers, peripheral units and software in specialised stores, PKD 47.41.Z,
- Retail sale of telecommunications equipment in specialised stores, PKD 47.42.Z,
- Other passenger land transport not elsewhere classified, PKD 49.39.Z,
- Freight transport by road, PKD 49.41.Z,
- Warehousing and storage of other goods, PKD 52.10.B;
- Service activities incidental to land transportation, PKD 52.21.Z,
- Holiday and other short-stay accommodation, PKD 55.20.Z,
- Other food service activities, PKD 56.29.Z,
- Other software publishing, PKD 58.29.Z,
- Wired telecommunications activities, PKD 61.10.Z,
- Wireless telecommunications activities, excluding satellite telecommunications activities, PKD 61.20.Z,
- Satellite telecommunication activities, PKD 61.30.Z,
- Other telecommunications activities, PKD 61.90.Z,
- Computer programming activities, PKD 62.01.Z,

- Computer consultancy activities, PKD 62.02.Z,
- Computer facilities management activities, PKD 62.03.Z,
- Other information technology and computer service activities, PKD 62.09.Z,
- Data processing, hosting and related activities, PKD 63.11.Z,
- Web portals, PKD 63.12.Z,
- Other information service activities not elsewhere classified, PKD 63.99.Z,
- Other credit granting, PKD 64.92.Z,
- Buying and selling of own real estate, PKD 68.10.Z,
- Rental and operating of own or leased real estate, PKD 68.20.Z,
- Accounting and bookkeeping activities; tax consultancy, PKD 69.20.Z,
- Business and other management consultancy activities, PKD 70.22.Z,
- Engineering activities and related technical consultancy, PKD 71.12.Z,
- Other technical testing and analysis, PKD 71.20.B,
- Other research and experimental development on natural sciences and engineering, PKD 72.19.Z,
- Advertising agencies activities, PKD 73.11.Z,
- Market research and public opinion polling, PKD 73.20.Z,
- Specialised design activities, PKD 74.10.Z,
- Other professional, scientific and technical activities not elsewhere classified, PKD 74.90.Z,
- Rental and leasing of office machinery and equipment, including computers, PKD 77.33.Z,
- Rental and leasing of other machinery, equipment and tangible goods not elsewhere classified, PKD 77.39.Z,
- Leasing of intellectual property and similar products, except copyrighted works, PKD 77.40.Z,
- Other human resources provision, PKD 78.30.Z,
- Activities of call centres, PKD 82.20.Z,
- Organisation of conventions and trade shows, PKD 82.30.Z,
- Out-of-school forms of education, not elsewhere classified, PKD 85.59.B,
- Repair and maintenance of computers and peripheral equipment, PKD 95.11.Z,

- Repair and maintenance of (tele)communication equipment, PKD 95.12.Z,
- Repair and maintenance of consumer electronics, PKD 95.21.Z,
- Activities of head office and holding companies, excluding financial holding companies, PKD 70.10.Z.

The proposed wording of Art. 6 sec. 5 of the Articles of Association of Apator S.A.:

5. The Company's other lines of business are:

- Manufacture of other plastic products, PKD 22.26.Z,
- Manufacture of other technical ceramic products, PKD 23.44.Z,
- Manufacture of metal structures and parts of structures, PKD 25.11.Z,
- Machining of metal parts, PKD 25.53.Z,
- Manufacture of electronic printed circuits, PKD 26.12
- Manufacture of computers and peripheral equipment, PKD 26.20.Z,
- Manufacture of (tele)communication equipment, PKD 26.30.Z,
- Manufacture of consumer electronics, PKD 26.40.Z,
- Manufacture of watches and clocks, PKD 26.52.Z,
- Manufacture of electric motors, generators and transformers PKD 27.11.Z,
- Manufacture of electricity distribution and control apparatus, PKD 27.12.Z,
- Manufacture of installing equipment, PKD 27.33.Z,
- Manufacture of other electrical equipment, PKD 27.90.Z,
- Manufacture of office machinery and equipment, except computers and peripheral equipment, PKD 28.23.Z,
- Production of electrical and electronic equipment for motor vehicles, PKD 29.31.Z,
- Other manufacturing not elsewhere classified, PKD 32.99. Z,
- Repair and maintenance of machinery, PKD 33.12.Z,
- Repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
- Repair and maintenance of electrical equipment, PKD 33.14.Z,
- Installation of industrial machinery and equipment and outfit, PKD 33.20.Z,
- Renewable electricity generation, PKD 35.11.Z,
- Solar power, PKD 35.12.B,

- Generation of electricity from other renewable sources, PAC 35.12.F,
- Transmission of electricity, PKD 35.13.Z,
- Distribution of electricity, PKD 35.14.Z,
- Trade of electricity, PKD 35.15.Z,
- Electricity storage, PKD 35.16.Z,
- Recovery of raw materials, PKD 38.21.Z,
- Works related to the construction of telecommunication and electric power lines, PKD 42.22.Z.
- Electrical installation, PKD 43.21.Z,
- Wholesale of information and communication technology tools, PKD 46.50.Z,
- Wholesale of other intermediate products, PKD.46.86.Z,
- Wholesale of waste and scrap, PKD 46.87.Z,
- Non-specialised wholesale trade, PKD 46.90.Z,
- Retail sale of information and communication technology equipment, PKD 47.40.Z,
- Scheduled passenger road transport, PKD 49.31.Z,
- Freight transport by road, PKD 49.41.Z,
- Warehousing and storage of other goods, PKD 52.10.B;
- Other service activities incidental to land transport, PKD 52.21.B,
- Holiday and other short-stay accommodation, PKD 55.20.Z,
- Regular preparation and delivery of food for external clients (regular catering) and other food service activities, PKD 56.22.Z,
- Other software publishing, PKD 58.29.Z,
- Other content distribution activities, PKD 60.39.Z,
- Internet traffic exchange activity, PKD 61.10.A,
- Other activities in the field of wired, wireless, and satellite telecommunications, PKD 61.10.B,
- Other telecommunication activities not elsewhere classified, PKD 61.90.B,
- Other programming activities, PKD 62.10.B,
- Other computer consultancy and computer facilities management activities, PKD.62.20.B,

- Other services related to computing infrastructure, data processing, website management (hosting), and related activities, PKD 63.10.D,
- Other information service activities, PKD. 63.92.Z,
- Other forms of credit granting not elsewhere classified, PKD 64.92.B,
- Buying and selling of own real estate, PKD 68.11.Z,
- Rental and operating of own or leased real estate, PKD 68.20.Z,
- Accounting and bookkeeping activity, PKD 69.20.A,
- Activities of head offices, PKD 70.10.A,
- Activities of shared service centres, PKD 70.10.B.
- Business and other management consultancy activities, PKD 70.20.Z,
- Other engineering activities and related technical consultancy, PKD 71.12.B,
- Other technical testing and analysis, PKD 71.20.C,
- Research and experimental development in other natural sciences and engineering , PKD 72.10.Z,
- Advertising agencies activities, PKD 73.11.Z,
- Market research and public opinion polling, PKD 73.20.Z,
- Graphic design and visual communication activities, PKD 74.12.Z,
- All other professional, scientific and technical activities not elsewhere classified, PKD 74.99.Z,
- Rental and leasing of office machinery and equipment, including computers, PKD 77.33.Z,
- Rental and leasing of other machinery, equipment and tangible goods not elsewhere classified, PKD 77.39.Z,
- Other leasing of intellectual property and similar products, except copyrighted works, PKD 77.40.B,
- Temporary employment agency activities, PKD 78.20.Z,
- Activities of call centres, PKD 82.20.Z,
- Organisation of conventions and trade shows, PKD 82.30.Z,
- Other out-of-school forms of education, not elsewhere classified, PKD 85.59.D,
- Repair and maintenance of computers and (tele)communications equipment, PKD 95.10.Z,
- Repair and maintenance of consumer electronics, PKD 95.21.Z.

§ 2.

Current wording of **Art. 14 sec. 14 of the Articles of Association of Apator S.A.:**

14. Resolutions are adopted by an absolute majority of votes, unless the provisions of the Company's Articles of Association or the CCC provide otherwise. The exclusive competence of the General Shareholders Meeting includes:
- reviewing and approving the reports of the Management Board on the Company's activities and on the activities of the Group for the previous financial year,
 - reviewing and approving the separate financial statements and the consolidated financial statements for the previous financial year,
 - reviewing and approving the reports on the activities of the Supervisory Board,
 - adopting resolutions concerning claims for redressing losses caused in the process of establishing, managing or supervising the Company,
 - adopting resolutions on profit distribution or loss coverage,
 - determining the date of shareholders' right to dividends and the date of payment of dividends,
 - acknowledging the fulfilment of duties by members of the Company's bodies,
 - increasing and reducing the share capital,
 - resolving the redemption of shares and other securities,
 - issuing shares and other securities,
 - determining the number of Members of the Supervisory Board,
 - electing and dismissing Members of the Supervisory Board and determining their remuneration,
 - adopting resolutions on the merger, division, transformation or dissolution of the Company,
 - adopting resolutions on transfer and lease of the enterprise or its organised part and establishing a limited right in rem on them,
 - amending the Articles of Association,
 - adopting the Regulations of the Supervisory Board,
 - adopting the Regulations of the General Shareholders Meetings,

- adopting the remuneration policy for the members of the Management and Supervisory Boards,
- giving an opinion on the remuneration report presented by the Supervisory Board.

The proposed wording of **Art. 14 sec. 14 of the Articles of Association of Apator S.A.:**

14. Resolutions are adopted by an absolute majority of votes, unless the provisions of the Company's Articles of Association or the CCC provide otherwise. The exclusive competence of the General Shareholders Meeting includes:

- 1) reviewing and approving the reports of the Management Board on the Company's activities and on the activities of the Group for the previous financial year,
- 2) reviewing and approving the separate financial statements and the consolidated financial statements for the previous financial year,
- 3) reviewing and approving the reports on the activities of the Supervisory Board,
- 4) adopting resolutions concerning claims for redressing losses caused in the process of establishing, managing or supervising the Company,
- 5) adopting resolutions on profit distribution or loss coverage,
- 6) determining the date of shareholders' right to dividends and the date of payment of dividends,
- 7) acknowledging the fulfilment of duties by members of the Company's bodies,
- 8) increasing and reducing the share capital,
- 9) resolving the redemption of shares and other securities,
- 10) issuing shares and other securities,
- 11) determining the number of Members of the Supervisory Board,
- 12) electing and dismissing Members of the Supervisory Board and determining their remuneration,
- 13) adopting resolutions on the merger, division, transformation or dissolution of the Company,
- 14) adopting resolutions on transfer and lease of the enterprise or its organised part and establishing a limited right in rem on them,

- 15) amending the Articles of Association,
- 16) adopting the Regulations of the Supervisory Board,
- 17) adopting the Regulations of the General Shareholders Meetings,
- 18) adopting the remuneration policy for the members of the Management and Supervisory Boards,
- 19) giving an opinion on the remuneration report presented by the Supervisory Board.

§ 3.

Current wording of **Art. 15 sec. 11 of the Articles of Association of Apator S.A.**,

11. The Supervisory Board decides on all matters which, under the law and these Articles of Association, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of activities of the Management Board.

Competences of the Supervisory Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the Group for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,
- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents and the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,
- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Art. 382 sec. 3¹ of the CCC, i.e. in particular, including a brief assessment of the Company's position, concerning the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Art. 380¹ of the CCC, evaluation of how the Management Board prepared and submitted information,

documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;

- preparing and presenting a report to the General Shareholders Meeting on the remuneration of the Members of the Management and Supervisory Boards,
- detailing the remuneration policy for Members of the Management and Supervisory Boards, within the limits determined by the General Shareholders Meeting,
- deciding on temporary withdrawal from the application of the remuneration policy for Members of the Management and Supervisory Boards within the limits specified in the Remuneration Policy,
- assessing the Management Board's motions concerning profit distribution or loss coverage,
- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- selecting an auditor to audit the financial statements,
- approving the long-term strategy of the Company and the Apator Group and their changes,
- approving annual and long-term financial plans of the Company and the Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
- giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,

- agreeing to expenditures of more than PLN 1 million on research and development work,
- approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined based on the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and then, at the request of the President, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual members of the Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,
- determining the rules of remuneration for the Management Board in line with the adopted remuneration policy for Members of the Management Board,
- representing the Company in an agreement between the Company and the Management Board Member, as well as in a dispute between the Company and the Board Member,
- deciding on matters of conflict of interest for Management Board Members,
- adopting the Regulations of the Management Board,
- adopting the Regulations of the Audit Committee and approving the hiring and dismissal of the head of internal audit,
- adopting resolutions on other matters at the request of the Management Board.

The proposed wording of **Art. 15 sec. 11 of the Articles of Association of Apator S.A.**,

11. The Supervisory Board decides on all matters which, under the law and these Articles of Association, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of activities of the Management Board.

Competences of the Supervisory Board include:

- 1) assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,
- 2) assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,
- 3) preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Art. 382 sec. 3¹ of the CCC, i.e. in particular, including a brief assessment of the Company's position, concerning the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Art. 380¹ of the CCC, evaluation of how the Management Board prepared and submitted information, documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;
- 4) preparing and presenting a report to the General Shareholders Meeting on the remuneration of the Members of the Management Board and the Supervisory Board,
- 5) detailing the remuneration policy for Members of the Management Board and Supervisory Board, within the limits determined by the General Shareholders Meeting,
- 6) deciding on temporary withdrawal from the application of the remuneration policy for Members of the Management Board and Supervisory Board within the limits specified in the remuneration policy,
- 7) assessing the Management Board's motions concerning profit distribution or loss coverage,
- 8) considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,

- 9) selecting an auditor to audit the financial statements,
- 10) approving the long-term strategy of the Company and the Apator Group and their changes,
- 11) approving annual and long-term financial plans of the Company and the Apator Group and their changes,
- 12) adopting resolutions on the acquisition and disposal of shares in other business entities,
- 13) adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- 14) adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
- 15) giving consent to the disposal of rights or incurrance of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- 16) agreeing to expenditures of more than PLN 1 million on research and development work,
- 17) approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- 18) adopting a resolution on determining the number of Members of the Company's Management Board,
- 19) appointing the President of the Management Board and then, at the request of the President, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual members of the Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,
- 20) determining the rules of remuneration for the Management Board in line with the adopted remuneration policy for Members of the Management Board,
- 21) representing the Company in contracts between the Company and the Board Members, as well as in disputes between the Company and Board Members,
- 22) deciding on matters of conflict of interest for Management Board Members,
- 23) adopting the Regulations of the Management Board,

- 24) adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- 25) adopting resolutions on other matters at the request of the Management Board.

§ 4.

The resolution shall enter into force on the date of registration of the amendment in the National Court Register.

Justification for Resolution No. 32/VI/2025:

Pursuant to Article 430 § 1 of the Commercial Companies Code and § 14(4) of the Articles of Association of Apator S.A.

an amendment to the Company's Articles of Association requires a resolution to be adopted by the General Meeting.

The amendment to § 6(2) of the Articles of Association results from the need to adapt to the new PKD classification in connection with its entry into force on 1 January 2025. Regulation of the Council of Ministers of 18 December 2024 on the Polish Classification of Activities (PKD)

The amendments to § 14(14) of the Articles of Association and § 15(11) of the Articles of Association are of a purely

procedural nature and consist only in numbering the individual competences of the General Meeting and the Supervisory Board.

Resolution No. 33/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the adoption of the consolidated text of the Articles of Association of Apator S.A.

The Ordinary General Meeting hereby adopts the following:

§ 1.

In connection with Resolution No. 32/VI/2025 of the Ordinary General Meeting, the consolidated text of the Articles of Association of Apator S.A. is hereby adopted with the following wording:

Appendix to Resolution No. 33/VI/2025

CONSOLIDATED TEXT OF THE ARTICLES OF ASSOCIATION OF APATOR S.A.

I. General provisions

§ 1

The Company's business name is: Apator Spółka Akcyjna. The Company may use the abbreviated name Apator S.A. and its distinctive sign.

§ 2

The registered office of the Company is the city of Toruń.

§ 3

The Company shall operate on the territory of the Republic of Poland and abroad.

§ 4

The Company is allowed to establish and run its units, branch offices, companies, offices and other places of business in the country and abroad.

§ 5

The Company has been established for an indefinite term.

§ 6

1. The objective of the Company is to conduct the activity aimed at the performance of the strategy of the Apator Group of Companies defining the interest of the Apator Group of Companies.
2. The Apator Group of Companies should be understood as the Company, its legal successors and subsidiaries of Apator S.A. (within the meaning of the Accounting Act).
3. The Company's interest is determined by its objective as defined pursuant to section 1 above.
4. The Company's core business is:
 - Manufacture of instruments and appliances for measuring, testing and navigation, PKD 26.51.Z.
5. The Company's other lines of business are:
 - Manufacture of other plastic products, PKD 22.26.Z,
 - Manufacture of other technical ceramic products, PKD 23.44.Z,
 - Manufacture of metal structures and parts of structures, PKD 25.11.Z,
 - Machining of metal parts, PKD 25.53.Z,
 - Manufacture of electronic printed circuits, PKD 26.12
 - Manufacture of computers and peripheral equipment, PKD 26.20.Z,
 - Manufacture of (tele)communication equipment, PKD 26.30.Z,
 - Manufacture of consumer electronics, PKD 26.40.Z,
 - Manufacture of watches and clocks, PKD 26.52.Z,
 - Manufacture of electric motors, generators and transformers PKD 27.11.Z,
 - Manufacture of electricity distribution and control apparatus, PKD 27.12.Z,
 - Manufacture of installing equipment, PKD 27.33.Z,
 - Manufacture of other electrical equipment, PKD 27.90.Z,

- Manufacture of office machinery and equipment, except computers and peripheral equipment, PKD 28.23.Z,
- Production of electrical and electronic equipment for motor vehicles, PKD 29.31.Z,
- Other manufacturing not elsewhere classified, PKD 32.99. Z,
- Repair and maintenance of machinery, PKD 33.12.Z,
- Repair and maintenance of electronic and optical equipment, PKD 33.13.Z,
- Repair and maintenance of electrical equipment, PKD 33.14.Z,
- Installation of industrial machinery and equipment and outfit, PKD 33.20.Z,
- Renewable electricity generation, PKD 35.11.Z,
- Solar power, PKD 35.12.B,
- Generation of electricity from other renewable sources, PAC 35.12.F,
- Transmission of electricity, PKD 35.13.Z,
- Distribution of electricity, PKD 35.14.Z,
- Trade of electricity, PKD 35.15.Z,
- Electricity storage, PKD 35.16.Z,
- Recovery of raw materials, PKD 38.21.Z,
- Works related to the construction of telecommunication and electric power lines, PKD 42.22.Z.
- Electrical installation, PKD 43.21.Z,
- Wholesale of information and communication technology tools, PKD 46.50.Z,
- Wholesale of other intermediate products, PKD.46.86.Z,
- Wholesale of waste and scrap, PKD 46.87.Z,
- Non-specialised wholesale trade, PKD 46.90.Z,
- Retail sale of information and communication technology equipment, PKD 47.40.Z,
- Scheduled passenger road transport, PKD 49.31.Z,
- Freight transport by road, PKD 49.41.Z,
- Warehousing and storage of other goods, PKD 52.10.B;
- Other service activities incidental to land transport, PKD 52.21.B,
- Holiday and other short-stay accommodation, PKD 55.20.Z,

- Regular preparation and delivery of food for external clients (regular catering) and other food service activities, PKD 56.22.Z,
- Other software publishing, PKD 58.29.Z,
- Other content distribution activities, PKD 60.39.Z,
- Internet traffic exchange activity, PKD 61.10.A,
- Other activities in the field of wired, wireless, and satellite telecommunications, PKD 61.10.B,
- Other telecommunication activities not elsewhere classified, PKD 61.90.B,
- Other programming activities, PKD 62.10.B,
- Other computer consultancy and computer facilities management activities, PKD.62.20.B,
- Other services related to computing infrastructure, data processing, website management (hosting), and related activities, PKD 63.10.D,
- Other information service activities, PKD. 63.92.Z,
- Other forms of credit granting not elsewhere classified, PKD 64.92.B,
- Buying and selling of own real estate, PKD 68.11.Z,
- Rental and operating of own or leased real estate, PKD 68.20.Z,
- Accounting and bookkeeping activity, PKD 69.20.A,
- Activities of head offices, PKD 70.10.A,
- Activities of shared service centres, PKD 70.10.B.
- Business and other management consultancy activities, PKD 70.20.Z,
- Other engineering activities and related technical consultancy, PKD 71.12.B,
- Other technical testing and analysis, PKD 71.20.C,
- Research and experimental development in other natural sciences and engineering , PKD 72.10.Z,
- Advertising agencies activities, PKD 73.11.Z,
- Market research and public opinion polling, PKD 73.20.Z,
- Graphic design and visual communication activities, PKD 74.12.Z,
- All other professional, scientific and technical activities not elsewhere classified, PKD 74.99.Z,
- Rental and leasing of office machinery and equipment, including computers, PKD 77.33.Z,

- Rental and leasing of other machinery, equipment and tangible goods not elsewhere classified, PKD 77.39.Z,
- Other leasing of intellectual property and similar products, except copyrighted works, PKD 77.40.B,
- Temporary employment agency activities, PKD 78.20.Z,
- Activities of call centres, PKD 82.20.Z,
- Organisation of conventions and trade shows, PKD 82.30.Z,
- Other out-of-school forms of education, not elsewhere classified, PKD 85.59.D,
- Repair and maintenance of computers and (tele)communications equipment, PKD 95.10.Z,
- Repair and maintenance of consumer electronics, PKD 95.21.Z.

6. If the commencement or pursuit of business activities within the scope of the Company's objects set out above requires an appropriate permit or licence, such activities may only be commenced or pursued upon obtaining the relevant permit or licence.

II. Company capital, shareholders and shares

§ 7

The Company's share capital is PLN 3,264,707.30 (three million two hundred and sixty-four thousand seven hundred and seven zlotys 30/100) and is divided into 7,326,515 (seven million three hundred and twenty-six thousand five hundred and fifteen) A series registered shares and 25,320,558 (twenty-five million three hundred and twenty thousand five hundred and fifty-eight) A, B and C series bearer shares with a nominal value of PLN 0.10 (ten groszy) each.

§ 8.

1. Conversion of Series A registered shares into Series A bearer shares is carried out at the request of shareholders in January each year. If a total of more than 100,000 (one hundred thousand) registered shares are proposed for conversion during the year, the Company's Management Board is obliged to set an additional conversion date within 90 days.
2. Conversion of bearer shares into registered shares is not permitted.

§ 9

Each share entitles to 1 (one) vote, except for Series A registered shares, each of which entitles to 4 (four) votes. The conversion of registered shares into bearer shares results in the loss of their voting preference.

§ 10

1. Series A registered shares may be sold by the shareholders and their heirs or legal successors only to the shareholders holding Series A registered shares. Disposal of Series A registered shares to persons other than the shareholders holding Series A registered shares requires the consent of the Management Board.
2. Shareholders intending to transfer Series A registered shares to persons other than the shareholders holding Series A registered shares shall submit a written application to the Management Board for permission to do so.
3. The Management Board of the Company shall consider the request for permission to dispose of Series A registered shares and shall decide whether or not to grant such permission within 60 days of the date of submission of the request, taking into account the interests of the Company.
4. If the Board of Directors does not approve the transfer of the shares, it should within 60 days:
 - designate another purchaser,
 - set a price in line with the price of bearer shares on the date of application. The deadline for payment of the price so indicated shall be 7 days from the date of the decision of the Management Board.

5. If the Management Board does not take a position within 60 days of the written application for permission to dispose of shares, the disposal of shares is not subject to any restrictions.

§ 11

1. Registered shares and bearer shares may be redeemed with the shareholder's consent by way of purchase by the Company.
2. Acquisition of shares by the Company for their cancellation or redemption requires separate resolutions of the General Shareholders Meeting.
3. The acquisition of the Company's own shares should be done in such a way that no group of shareholders is privileged.

III. Capital and funds

§ 12

1. The Company establishes the following capitals and funds:
 - share capital,
 - supplementary capital.
2. By resolution of the General Shareholders Meeting, other funds may be created and used in accordance with applicable regulations.
3. Share capital is used to cover tangible, intangible and current assets, and to finance shares in domestic and foreign companies.
4. The share capital may be increased or reduced by resolution of the General Shareholders Meeting. The share capital may be increased using supplementary capital or other funds created from profits.
5. The supplementary capital is created using annual profit write-offs of at least 8 per cent (eight per cent) to cover the losses shown in the financial statements for the given financial year. Write-offs are made until the supplementary capital reaches one-third (1/3) of the share capital. Supplementary capital profit write-offs may be resumed when this capital has been partly consumed.
6. The Company's profit for the previous financial year is used to replenish the Company's capital and funds and to pay dividends to shareholders in an amount to be decided by the General Shareholders Meeting and for other purposes as determined by resolutions of the

General Shareholders Meeting. The General Shareholders Meeting may only decide to pay a conditional dividend if the relevant conditions are met before the record date.

7. The Company Management Board is authorised to make an advance payment to shareholders towards expected dividends under the terms of the Commercial Companies Code.

IV. Company Authorities

§ 13

The Company Authorities include:

- General Shareholders Meeting,
- Supervisory Board,
- Management Board.

§ 14

General Shareholders Meeting

1. General Shareholders Meetings may be convened as Ordinary General Shareholders Meetings or Extraordinary General Shareholders Meetings. Ordinary General Shareholders Meetings are convened annually, no later than by the end of June.
2. General Shareholders Meeting are convened by the announcement made in the manner prescribed by the Code of Commercial Companies for public companies at least 26 (twenty six) days before the date of the General Shareholders Meeting.
3. The General Shareholders Meeting is convened by the Management Board. The Supervisory Board may convene an Ordinary General Shareholders Meeting if the Management Board fails to convene it within the time frame specified in the Articles of Association, and an Extraordinary General Shareholders Meeting if it deems it advisable to do so. Shareholders holding at least half of the share capital or at least half of the total number of votes in the Company may convene the Extraordinary General Shareholders Meetings by appointing the Chairperson of the Meeting.
4. A shareholder or shareholders representing at least 1/20 (one-twentieth) of the share capital may request that an Extraordinary Shareholders Meeting be convened and specific issues be added to the agenda of that meeting. The request to convene an Extraordinary General

Shareholders Meeting should be submitted to the Management Board in writing or in an electronic form.

5. A shareholder or shareholders representing at least 1/20 (one twentieth) of the share capital may request that certain matters be included in the agenda of the next General Shareholders Meeting. The request should be submitted to the Management Board no later than 21 (twenty one) days before the scheduled date of the Meeting. The Management Board is obliged to announce immediately, and no later than 18 (eighteen) days prior to the scheduled date of the Meeting, any amendments to the agenda made at the request of shareholders. The announcement is made in the manner appropriate for convening the General Shareholders Meeting.
6. A shareholder or shareholders representing at least 1/20 (one-twentieth) of the share capital may, prior to the date of the General Shareholders Meeting, submit to the Company, in writing or by means of electronic communication, draft resolutions concerning the matters placed on the agenda of the General Shareholders Meeting or matters to be placed on the agenda. The Company immediately announces draft resolutions on its website. Each shareholder may submit draft resolutions regarding matters included in the agenda during the General Shareholders Meeting.
7. The request for the convening of the General Shareholders Meeting and the inclusion of specific issues on its agenda, submitted by authorised entities, should include justification and draft resolutions.
8. A resolution on abandoning to consider any matter included in the agenda may be adopted only for good reasons. Such a request should be given justification.
9. Only persons who are shareholders of the Company 16 (sixteen) days before the date of the General Shareholders Meeting are entitled to attend the General Shareholders Meeting.
10. Prior to each General Shareholders Meeting, a list of shareholders entitled to attend the General Shareholders Meeting shall be drawn up. This list, signed by the Management Board, should be on display at the Company's Management Board's premises for 3 (three) weekdays prior to the General Shareholders Meeting. At the General Shareholders Meeting, a list must be drawn up of the participants present, listing the number of shares represented by each participant and the votes to which they are entitled, signed by the Chairperson of the meeting.
11. A shareholder may attend the General Shareholders Meeting and exercise their voting rights in person or by proxy. The proxy should be given in writing or in electronic form.

12. The General Shareholders Meeting has the power to adopt binding resolutions irrespective of the number of shares represented at it, unless otherwise provided for in the Commercial Companies Code.
13. The General Shareholders Meeting is chaired by one of the persons elected on each occasion who is entitled to participate in the Meeting. The election of the Chairperson of the Meeting takes place before any business is transacted. Until the Chairperson of the Meeting is elected, the Chairperson of the Supervisory Board shall preside, or in their absence, the Deputy Chairperson or another Board Member shall preside.
14. Resolutions are adopted by an absolute majority of votes, unless the provisions of the Company's Articles of Association or the CCC provide otherwise. The exclusive competence of the General Shareholders Meeting includes:
 - 1) reviewing and approving the reports of the Management Board on the Company's activities and on the activities of the Group for the previous financial year,
 - 2) reviewing and approving the separate financial statements and the consolidated financial statements for the previous financial year,
 - 3) reviewing and approving the reports on the activities of the Supervisory Board,
 - 4) adopting resolutions concerning claims for redressing losses caused in the process of establishing, managing or supervising the Company,
 - 5) adopting resolutions on profit distribution or loss coverage,
 - 6) determining the date of shareholders' right to dividends and the date of payment of dividends,
 - 7) acknowledging the fulfilment of duties by members of the Company's bodies,
 - 8) increasing and reducing the share capital,
 - 9) resolving the redemption of shares and other securities,
 - 10) issuing shares and other securities,
 - 11) determining the number of Members of the Supervisory Board,
 - 12) electing and dismissing Members of the Supervisory Board and determining their remuneration,
 - 13) adopting resolutions on the merger, division, transformation or dissolution of the Company,
 - 14) adopting resolutions on transfer and lease of the enterprise or its organised part and establishing a limited right in rem on them,
 - 15) amending the Articles of Association,
 - 16) adopting the Regulations of the Supervisory Board,

- 17) adopting the Regulations of the General Shareholders Meetings,
 - 18) adopting the remuneration policy for the members of the Management and Supervisory Boards,
 - 19) giving an opinion on the remuneration report presented by the Supervisory Board.
15. Voting at the General Shareholders Meeting is open, unless the provisions of the Commercial Companies Code provide otherwise.
 16. General Shareholders Meetings are held in Toruń or in Ostaszewo in the municipality of Łysomice in Kujawsko-Pomorskie Voivodeship or in any other place in Poland indicated by the Company in the announcement convening the General Shareholders Meeting, in accordance with the Regulations of the General Shareholders Meetings. Amendments to the Regulations adopted by the General Shareholders Meeting shall come into force as of the next General Shareholders Meeting.
 17. Resolutions of the General Shareholders Meeting are binding for all shareholders.
 18. The General Shareholders Meeting exempts each former member of the Management Board of Apator S.A. from the obligation to participate in the General Shareholders Meeting approving reports on activity of the Management Board and financial statements covering the period when they were the member of the Management Board of Apator S.A.

§ 15

Supervisory Board

1. The Supervisory Board consists of 5 (five) to 7 (seven) members, elected by the General Shareholders Meeting, for a period of 5 (five) years. Members of the Supervisory Board are appointed for a joint term of office. The term of office is calculated in years from the date of election. The mandates of the members of the Supervisory Board expire at the latest on the date of the General Shareholders Meeting approving the financial statement for the last full financial year of performing this function. The reduction of the number of members of the Supervisory Board during the term of office to not less than 5 (five) Members does not require any addition to the composition of the Supervisory Board.
2. The members of the Supervisory Board should have due knowledge and experience.
3. Members of the Supervisory Board are bound by the non-competition clause, however, it does not apply to companies in the Apator Group. A member of the Supervisory Board

may not engage in a competitive business or participate in a competitive company as a partner in a civil partnership, a partnership or as a member of a body of a private limited company, or participate in another competitive private limited company in the event that they hold at least 10% of the shares in that company or have the right to appoint at least one member of the Management Board.

4. The following individuals may not be Members of the Supervisory Board: Management Board Members, Proxies, Chief Accountants employed by the Company, Legal Counsels or Lawyers, Persons who report directly to a Member of the Management Board. Also, members of the Supervisory Board may not be members of a subsidiary's Management Board.
5. Members of the Board must fulfil their duties in person. Members of the Supervisory Board in their actions should take into account both the interest of the Company and the interest of the entire Apator Group.
6. It is permissible for the Supervisory Board to adopt resolutions in writing or by means of direct remote communication. A resolution is valid when all members of the Supervisory Board have been notified of the content of the resolution of the Supervisory Board. The adoption of resolutions in accordance with the procedure provided for in this section does not apply to the election of the Chairperson and Deputy Chairperson of the Supervisory Board, the appointment of a Member of the Management Board and the dismissal and suspension of a Member of the Management Board.
7. Resolutions in writing or by means of direct remote communication are adopted by an absolute majority of votes with the participation of:
 - at least three Supervisory Board Members with a Board composition of five,
 - at least four Supervisory Board members with more than five members.
8. The Supervisory Board meets quarterly, or more often if necessary, at the invitation of the Chairperson of the Board. Stating the proposed agenda the Management Board or a member of the Supervisory Board may demand that the Supervisory Board be convened. In such a case, the Chairperson of the Supervisory Board convenes a meeting within two weeks of receiving the request. If the Chairperson of the Supervisory Board does not convene a meeting within this period, the applicant may convene the meeting themselves, stating the date, place and proposed agenda.
9. The Supervisory Board supervises the Company's activities in all areas of its activities. The Supervisory Board does not have the right to issue binding instructions to the Management

Board regarding the conduct of the Company's affairs. The Supervisory Board performs its duties collectively; however, it may delegate its Members to perform supervisory activities independently.

10. The Supervisory Board may examine all documents of the Company, request reports and explanations from the Management Board and employees of the Company on all matters and review the Company's assets.

11. The Supervisory Board decides on all matters which, under the law and these Articles of Association, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of activities of the Management Board.

Competences of the Supervisory Board include:

- 1) assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,
- 2) assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,
- 3) preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Art. 382 sec. 3¹ of the CCC, i.e. in particular, including a brief assessment of the Company's position, concerning the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Art. 380¹ of the CCC, evaluation of how the Management Board prepared and submitted information, documents, reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;
- 4) preparing and presenting a report to the General Shareholders Meeting on the remuneration of the Members of the Management Board and the Supervisory Board,

- 5) detailing the remuneration policy for Members of the Management Board and Supervisory Board, within the limits determined by the General Shareholders Meeting,
- 6) deciding on temporary withdrawal from the application of the remuneration policy for Members of the Management Board and Supervisory Board within the limits specified in the remuneration policy,
- 7) assessing the Management Board's motions concerning profit distribution or loss coverage,
- 8) considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- 9) selecting an auditor to audit the financial statements,
- 10) approving the long-term strategy of the Company and the Apator Group and their changes,
- 11) approving annual and long-term financial plans of the Company and the Apator Group and their changes,
- 12) adopting resolutions on the acquisition and disposal of shares in other business entities,
- 13) adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital,
- 14) adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
- 15) giving consent to the disposal of rights or incurrence of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- 16) agreeing to expenditures of more than PLN 1 million on research and development work,
- 17) approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- 18) adopting a resolution on determining the number of Members of the Company's Management Board,
- 19) appointing the President of the Management Board and then, at the request of the President, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual members of the

Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,

- 20) determining the rules of remuneration for the Management Board in line with the adopted remuneration policy for Members of the Management Board,
- 21) representing the Company in contracts between the Company and the Board Members, as well as in disputes between the Company and Board Members,
- 22) deciding on matters of conflict of interest for Management Board Members,
- 23) adopting the Regulations of the Management Board,
- 24) adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- 25) adopting resolutions on other matters at the request of the Management Board.

12. Members of the Supervisory Board receive remuneration, the amount of which is determined by the General Shareholders Meeting. In addition to their remuneration, Members of the Management Board are entitled to reimbursement of reasonable expenses incurred in connection with the performance of their duties.

13. Minutes of the meeting of the Supervisory Board shall be taken and signed by the Members of the Supervisory Board present at the meeting.

14. At the first meeting, the Supervisory Board elects the Chairperson and the Deputy Chairperson from among its members.

15. The Supervisory Board operates in accordance with the Regulations of the Supervisory Board.

16. By a relevant resolution, the Supervisory Board may create committees from among its members set up to deal with matters of a specific type or category, including the Audit Committee. The Supervisory Board shall set out in a resolution the operating principles of the committee, its composition and its specific competences.

17. The Supervisory Board may also delegate its Members to independently perform specific supervisory activities. In the event that the Supervisory Board delegates its Member to independently perform supervisory activities, the Supervisory Board is authorised to determine the amount of the remuneration of the delegated Member of the Supervisory Board by way of a resolution (additional remuneration). The amount of remuneration of the delegated Member of the Supervisory Board should depend on the duration of the

delegation, the commitment required, including time commitment, and the extent of the supervisory duties delegated by the Supervisory Board.

18. The Supervisory Board may adopt a resolution to have a certain matter relating to the Company's business or its assets examined by a selected advisor (advisor to the Supervisory Board) at the Company's expense. The advisor to the Supervisory Board may also be appointed to prepare certain analyses and opinions.

§ 16

Management

1. The Company Management Board is composed of 1 (one) to 6 (six) Members appointed for 3 (three) years by the Supervisory Board for a common term of office. The term of office is calculated in years from the date of appointment. The mandates of the Supervisory Board members expire at the latest on the date of the General Shareholders Meeting approving the financial statement for the last full financial year of performing this function. The Supervisory Board first appoints the President of the Management Board and then, on his request, the other members of the Management Board.
2. The Management Board supervises the overall operation of the Company, represents the company externally, manages its assets and all matters not reserved for other bodies, is responsible for the proper keeping of the Company's accounts and strictly adheres to the provisions of the Articles of Association, the Regulations of the Management Board and resolutions of the Company's authorities.
3. The Management Board acts in accordance with the adopted long-term strategy of the Company and the Apator Group and its actions should be guided by both the interest of the Company and of the entire Apator Group.
4. The work of the Management Board is supervised by the President of the Management Board.
5. Resolutions of the Management Board are passed by an absolute majority of votes. In the case of an equal number of votes, the casting vote is held by the President of the Management Board. Resolutions may be adopted by ordinary means as well as in writing or by means of direct remote communication. When resolutions are adopted in writing or by means of direct remote communication, all Board Members must be notified of the content of the resolution.

6. For the receipt of notices and other communications, it is sufficient if the delivery is made into the hands of one of the Board Members.
7. The members of the Management Board are obliged to attend meetings of the Supervisory Board at its request.
8. Two Members of the Management Board acting jointly, a Member of the Management Board acting jointly with a Proxy or two Proxies acting jointly are authorised to make statements regarding the Company's property rights and obligations and to sign them.
9. Each Member of the Management Board has the right and obligation to manage the company's affairs, not exceeding the scope of the company's ordinary activities.
10. The Proxy is appointed by the Management Board by unanimous resolution. The Proxy granted may be revoked by any Member of the Management Board.
11. The Company's employees are under the management of the Management Board and, in particular, the Management Board admits and dismisses employees and determines their remuneration in accordance with the applicable regulations.
12. Members of the Management Board and Proxies are bound by the non-competition clause, however, it does not apply to companies in the Apator Group. A Member of the Management Board and Proxy may not engage in a competitive business or participate in a competitive company as a partner in a civil law partnership, partnership or a member of a body of a capital company, or be part of another competitive legal entity as a member of a body. This prohibition also includes being part of a competitive capital company if a Member of the Supervisory Board holds at least 10% of shares or stocks of that company or has the right to appoint at least one Management Board Member.
13. Members of the Management Board may be dismissed at any time by the Supervisory Board or the General Shareholders Meeting. This does not prejudice their claims under their employment contract.
14. Members of the Management Board as well as employees of the Company who are guilty of neglecting duties imposed on them by law, the Articles of Association or the Regulations are liable to the Company for damages resulting from such neglect. Members of the Management Board and employees are not liable to third parties for liabilities incurred on behalf of the Company.

V. Company accounting, auditors

§ 17

The Company keeps the accounts in accordance with the applicable law.

§ 18

The Company's financial year coincides with the calendar year.

§ 19

The Management Board prepares Management Board reports on the activities of the Company and the Group and separate and consolidated financial statements for the given financial year and submits them to the Supervisory Board for review and to the General Shareholders Meeting for consideration and approval.

§ 20

The Supervisory Board selects the entity authorised to audit the Company's financial statements in such a way as to ensure its independence in carrying out the tasks entrusted to it.

VI. Final provisions

§ 21

Any matters not regulated by these Articles of Association are governed by the provisions of the Commercial Companies Code and other normative acts applicable to the Company.

15. direct remote communication. When resolutions are adopted in writing or by means of direct remote communication, all Board Members must be notified of the content of the resolution.
16. For the receipt of notices and other communications, it is sufficient if the delivery is made into the hands of one of the Board Members.

17. The members of the Management Board are obliged to attend meetings of the Supervisory Board at its request.
18. Two Members of the Management Board acting jointly, a Member of the Management Board acting jointly with a Proxy or two Proxies acting jointly are authorised to make statements regarding the Company's property rights and obligations and to sign them.
19. Each Member of the Management Board has the right and obligation to manage the company's affairs, not exceeding the scope of the company's ordinary activities.
20. The Proxy is appointed by the Management Board by unanimous resolution. The Proxy granted may be revoked by any Member of the Management Board.
21. The Company's employees are under the management of the Management Board and, in particular, the Management Board admits and dismisses employees and determines their remuneration in accordance with the applicable regulations.
22. Members of the Management Board and Proxies are bound by the non-competition clause, however, it does not apply to companies in the Apator Group. A Member of the Management Board and Proxy may not engage in a competitive business or participate in a competitive company as a partner in a civil law partnership, partnership or a member of a body of a capital company, or be part of another competitive legal entity as a member of a body. This prohibition also includes being part of a competitive capital company if a Member of the Supervisory Board holds at least 10% of shares or stocks of that company or has the right to appoint at least one Management Board Member.
23. Members of the Management Board may be dismissed at any time by the Supervisory Board or the General Shareholders Meeting. This does not prejudice their claims under their employment contract.
24. Members of the Management Board as well as employees of the Company who are guilty of neglecting duties imposed on them by law, the Articles of Association or the Regulations are liable to the Company for damages resulting from such neglect. Members of the Management Board and employees are not liable to third parties for liabilities incurred on behalf of the Company.

§ 2.

The resolution shall enter into force on the date of registration of the amendments in the National Court Register.

Justification for Resolution No. 33/VI/2025:

Resolution No. 33/VI/2025 is of an organisational nature and concerns the adoption of the consolidated text of the Statute in connection with the amendments introduced by Resolution No. 32/VI/2025.

Resolution No. 34/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on amending the Rules of Procedure of the Company's Supervisory Board.

Pursuant to § 14 sec. 14 of the Articles of Association of Apator S.A., the Ordinary General Meeting amends the Rules of Procedure of the Supervisory Board as follows:

§ 1.

The content of § 3 sec. 9 of the Supervisory Board Regulations is amended to read as follows:

9. Pursuant to Art. 15 sec. 11 of the Articles of Association of Apator S.A., competences of the Supervisory Board include:

- assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the group of companies for the previous financial year, and submitting a written report on this assessment to the General Shareholders Meeting,
- assessing the separate financial statements and the consolidated financial statements for the previous financial year with regard to their compliance with the accounting books, documents as well as the actual state, and submitting a written report on this assessment to the General Shareholders Meeting,
- preparing and presenting a report to the General Shareholders Meeting on the activities of the Supervisory Board, containing the information referred to in Article 382 sec. 31 of the Commercial Companies Code, i.e. in particular including a brief assessment of the Company's situation, with regard to the evaluation of the internal control systems, risk management, compliance and the internal audit function, evaluation of the fulfilment by the Management Board of the information obligations referred to in Article 3801 of the CCC, evaluation of the manner in which the Management Board prepared and submitted information, documents,

reports and explanations to the Supervisory Board, and information on the total remuneration due to the Supervisory Board's advisors;

- assessing the Management Board's motions concerning profit distribution or loss coverage,
- considering and giving opinions on any other matter to be the subject of a resolution of the General Shareholders Meeting,
- selecting a statutory auditor to audit the financial statements, including giving at least one week's notice to the key statutory auditor of the date of the meeting to deal with the matters listed in sec. 9 points 1 to 3 of this paragraph,
- approving the long-term strategy of the Company and Apator Group and their changes,
- approving annual and long-term financial plans of the Company and Apator Group and their changes,
- adopting resolutions on the acquisition and disposal of shares in other business entities,
- adopting resolutions on the creation and liquidation of business entities with all or part of the Company's capital, Appendix of OGM Resolution No. 24/VI/2024
- adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or an interest in real estate,
- giving consent to the disposal of rights or incurrence of obligations by the Company, except for matters reserved to the competence of the General Shareholders Meeting, with a value exceeding PLN 20 million,
- agreeing to expenditures of more than PLN 1 million on research and development work,
- approving transactions with a related party of the Company with a value exceeding 5% of total assets, as determined on the basis of the Company's last approved financial statements,
- adopting a resolution on determining the number of Members of the Company's Management Board,
- appointing the President of the Management Board and subsequently, at their request, the other members of the Management Board, dismissing members of the Company's Management Board, suspending all or individual members of the Management Board for important reasons, as well as delegating members of the

Supervisory Board to temporarily perform the duties of members of the Management Board and setting remuneration for the Management Board in accordance with the adopted remuneration policy for members of the Management Board,

- representing the Company in an agreement between the Company and the Board Member as well as in a dispute between the Company and the Board Member,
- deciding on matters of conflict of interest for Management Board Members,
- adopting the Regulations of the Management Board,
- adopting the Regulations of the Audit Committee and approving the hiring and dismissing the head of internal audit,
- preparing a remuneration report annually providing a comprehensive overview of remuneration, including all benefits, in any form, received by or due to individual members of the management and supervisory boards in the last financial year, in accordance with the remuneration policy,
- detailing the elements of the remuneration policy defined in Article 90d sec. 3 point 1, sec. 4 points 1 and 4 and sec. 5 of the Act on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies of 29 July 2005, within the limits previously defined by the General Shareholders Meeting,
- deciding on the temporary deviation from the remuneration policy, in accordance with the provisions of the Company's remuneration policy,
- adopting resolutions on other matters at the request of the Management Board.

As follows:

9. Pursuant to Art. 15 sec. 11 of the Articles of Association of Apator S.A., competences of the Supervisory Board include:

- 1) assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the capital group for the previous financial year and submitting a written report on this assessment to the General Meeting,
- 2) assessing the separate financial statements and consolidated financial statements for the previous financial year in terms of their compliance with the books, documentation and

actual state of affairs, and submitting a written report on this assessment to the General Meeting,

- 3) preparing and presenting to the General Meeting a report on the activities of the Supervisory Board, containing the information referred to in Article 382 § 31 of the Commercial Companies Code h., i.e. in particular including a concise assessment of the Company's situation, taking into account the assessment of internal control systems, risk management, compliance and internal audit functions, an assessment of the Management Board's compliance with the information obligations referred to in Article 380¹ of the Commercial Companies Code, an assessment of the manner in which the Management Board prepares and submits the Management Board to the Supervisory Board of information, documents, reports and explanations, and information on the total remuneration due to the Supervisory Board advisors;
- 4) preparing and presenting to the General Meeting a report on the remuneration of the Members of the Management Board and the Supervisory Board,
- 5) specifying the remuneration policy for members of the Management Board and Supervisory Board, within the limits set by the General Meeting,
- 6) deciding on temporary deviations from the remuneration policy for members of the Management Board and Supervisory Board within the limits specified in the remuneration policy,
- 7) evaluating the Management Board's proposals concerning the distribution of profit or coverage of losses,
- 8) considering and issuing opinions on all other matters to be the subject of a resolution of the General Meeting,
- 9) selecting the auditor to audit the financial statements,
- 10) approving the long-term strategy of the Company and the Apator Group and any amendments thereto,
- 11) approving the annual and long-term financial plans of the Company and the Apator Group and any amendments thereto,
- 12) adopting resolutions on the acquisition and disposal of shares in other business entities,
- 13) adopting resolutions on the establishment and liquidation of business entities with all or part of the Company's capital,
- 14) adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or shares in real estate,

- 15) granting consent to the disposal of rights or incurring liabilities by the Company, except for matters reserved for the competence of the General Meeting, with a value exceeding PLN 20 million,
- 16) granting consent to incur expenditure on research and development work with a value exceeding PLN 1 million,
- 17) granting consent to conclude transactions with a related entity of the Company with a value exceeding 5% of the total assets determined on the basis of the last approved financial statements of the Company,
- 18) adopting a resolution on determining the number of Members of the Management Board of the Company,
- 19) appointing the President of the Management Board and, at his request, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual Members of the Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,
- 20) determining the rules of remuneration for the Management Board in accordance with the adopted remuneration policy for Members of the Management Board,
- 21) representing the Company in an agreement between the Company and a Member of the Management Board, as well as in a dispute between the Company and a Member of the Management Board,
- 22) resolving conflicts of interest of Members of the Management Board,
- 23) adopting the Rules of Procedure of the Management Board,
- 24) adopting the Rules of Procedure of the Audit Committee and giving consent to the hiring and dismissal of the person in charge of internal audit,
- 25) adopting resolutions on other matters at the request of the Management Board.

§ 2.

The resolution shall enter into force on the date of its adoption.

Resolution No. 35/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the adoption of the consolidated text of the Rules of Procedure of the Supervisory Board of Apator S.A. The Ordinary General Meeting hereby resolves as follows:

§ 1.

In connection with Resolution No. 34/VI/2025 of the Ordinary General Meeting, the consolidated text of the Rules of Procedure of the Supervisory Board of Apator S.A. is adopted with the following wording:

Appendix to Resolution No. 35/VI/2025

**CONSOLIDATED TEXT OF THE REGULATIONS OF THE SUPERVISORY BOARD
OF APATOR S.A.**

§ 1. Legal basis

1. The Supervisory Board of Apator S.A. is a statutory body of Apator S.A., acting under the Commercial Companies Code, the Articles of Association of the Company and these Regulations.
2. Any matters not regulated by these regulations are governed by the provisions of the Company's Articles of Association, the provisions of the Commercial Companies Code and other legal regulations.

§ 2. Composition of the Supervisory Board

1. The Supervisory Board consists of 5 (five) to 7 (seven) members, elected by the General Shareholders Meeting.
2. The following individuals may not be Members of the Supervisory Board: – Management Board Members, – Proxies, – Chief Accountants employed by the Company, – Legal Counsels or Lawyers employed by the Company, – Persons who report directly to a Management Board Member, – Members of a subsidiary's Management Board.
3. The Supervisory Board is appointed for a common term of office of five years.
4. The reduction of the number of members of the Supervisory Board during the term of office to not less than 5 (five) Members does not require any addition to the composition of the Supervisory Board.
5. Retiring Supervisory Board Members may be re-elected to the Supervisory Board for the next term.
6. Supervisory Board Members should have the appropriate knowledge and experience and be able to devote the necessary amount of time to their duties.
7. A member of the Supervisory Board should, in the performance of their duties, exercise the diligence inherent in the professional nature of their activities and maintain loyalty to the Company. A Board Member may not disclose the Company's secrets, even after the expiry of their mandate.

§ 3. Powers of the Supervisory Board

1. The Supervisory Board has the right to inspect the activity of the Company and the Apator Group, including by:
 - requesting the Management Board to submit regular and comprehensive reports and explanations on all significant matters concerning the activity of the Company and the Apator Group and on the risks involved in the activity conducted,
 - checking the Company's files and documents,
 - carrying out financial audits and reviews of the Company's assets,
 - requesting the Management Board, proxies and persons employed by the Company under a contract of employment or performing certain activities for the Company on a regular basis under a contract for specific work, a contract of mandate or any other

contract of a similar nature to prepare or submit any information, documents, reports or explanations concerning the Company, in particular its activities or assets.

2. The Supervisory Board is the permanent supervising and controlling body for all the Company's activities.
3. By a relevant resolution, the Supervisory Board may create committees from among its members set up to deal with matters of a specific type or category, including the Audit Committee. The Supervisory Board shall set out in a resolution the operating principles of the committee, its composition and its specific competences.
4. The Supervisory Board may also delegate its Members to independently perform specific supervisory activities. In the event that the Supervisory Board delegates its Member to independently perform supervisory activities, the Supervisory Board is authorised to determine the amount of the remuneration of the delegated Member of the Supervisory Board by way of a resolution. The amount of remuneration of the delegated Member of the Supervisory Board should depend on the duration of the delegation, the commitment required, including time commitment, and the extent of the supervisory duties delegated by the Supervisory Board.
5. The Supervisory Board may adopt a resolution to have a certain matter relating to the Company's business or its assets examined by a selected advisor (advisor to the Supervisory Board) at the Company's expense. The advisor to the Supervisory Board may also be appointed to prepare certain analyses and opinions.
6. Members of the Supervisory Board have the right to attend meetings of the Management Board in an advisory capacity.
7. The Supervisory Board does not have the right to issue binding instructions to the Management Board with respect to the conduct of the Company's affairs.
8. The tasks of the Supervisory Board include those matters which, under the law, in particular the Commercial Companies Code and the Articles of Association of the Company, are not reserved to the exclusive competence of the General Shareholders Meeting, nor are they within the scope of activities of the Management Board.
9. Pursuant to Art. 15 sec. 11 of the Articles of Association of Apator S.A., competences of the Supervisory Board include:

- 1) assessing the Management Board's report on the Company's activities and the Management Board's report on the activities of the capital group for the previous financial year and submitting a written report on this assessment to the General Meeting,
- 2) assessing the separate financial statements and consolidated financial statements for the previous financial year in terms of their compliance with the books, documentation and actual state of affairs, and submitting a written report on this assessment to the General Meeting,
- 3) preparing and presenting to the General Meeting a report on the activities of the Supervisory Board, containing the information referred to in Article 382 § 31 of the Commercial Companies Code h., i.e. in particular including a concise assessment of the Company's situation, taking into account the assessment of internal control systems, risk management, compliance and internal audit functions, an assessment of the Management Board's compliance with the information obligations referred to in Article 380¹ of the Commercial Companies Code, an assessment of the manner in which the Management Board prepares and submits the Management Board to the Supervisory Board of information, documents, reports and explanations, and information on the total remuneration due to the Supervisory Board advisors;
- 4) preparing and presenting to the General Meeting a report on the remuneration of the Members of the Management Board and the Supervisory Board,
- 5) specifying the remuneration policy for members of the Management Board and Supervisory Board, within the limits set by the General Meeting,
- 6) deciding on temporary deviations from the remuneration policy for members of the Management Board and Supervisory Board within the limits specified in the remuneration policy,
- 7) evaluating the Management Board's proposals concerning the distribution of profit or coverage of losses,
- 8) considering and issuing opinions on all other matters to be the subject of a resolution of the General Meeting,
- 9) selecting the auditor to audit the financial statements,
- 10) approving the long-term strategy of the Company and the Apator Group and any amendments thereto,
- 11) approving the annual and long-term financial plans of the Company and the Apator Group and any amendments thereto,
- 12) adopting resolutions on the acquisition and disposal of shares in other business entities,

- 13) adopting resolutions on the establishment and liquidation of business entities with all or part of the Company's capital,
- 14) adopting resolutions on the acquisition and disposal of real estate, perpetual usufruct or shares in real estate,
- 15) granting consent to the disposal of rights or incurring liabilities by the Company, except for matters reserved for the competence of the General Meeting, with a value exceeding PLN 20 million,
- 16) granting consent to incur expenditure on research and development work with a value exceeding PLN 1 million,
- 17) granting consent to conclude transactions with a related entity of the Company with a value exceeding 5% of the total assets determined on the basis of the last approved financial statements of the Company,
- 18) adopting a resolution on determining the number of Members of the Management Board of the Company,
- 19) appointing the President of the Management Board and, at his request, other Members of the Management Board, dismissing Members of the Company's Management Board, suspending all or individual Members of the Management Board for important reasons, as well as delegating Members of the Supervisory Board to temporarily perform the duties of Members of the Management Board,
- 20) determining the rules of remuneration for the Management Board in accordance with the adopted remuneration policy for Members of the Management Board,
- 21) representing the Company in an agreement between the Company and a Member of the Management Board, as well as in a dispute between the Company and a Member of the Management Board,
- 22) resolving conflicts of interest of Members of the Management Board,
- 23) adopting the Rules of Procedure of the Management Board,
- 24) adopting the Rules of Procedure of the Audit Committee and giving consent to the hiring and dismissal of the person in charge of internal audit,
- 25) adopting resolutions on other matters at the request of the Management Board.

10. The Supervisory Board may convene a General Shareholders Meeting in the cases specified in the Commercial Companies Code.

§ 4. Supervisory Board responsibilities

1. Members of the Supervisory Board exercise their rights and perform their duties in person.
2. Members of the Supervisory Board should not resign during their term of office if this could render the operation of the Supervisory Board impossible and, in particular, could cause the number of Supervisory Board members to drop below five or prevent the Supervisory Board from adopting a significant resolution in a timely manner.
3. Members of the Supervisory Board shall:
 - to provide the Company with information concerning the disposal or acquisition by them or their close affiliates of Company shares, in accordance with the applicable legislation relating to public companies,
 - participate in the General Shareholders Meeting in such a way as to be able to provide substantive answers to the questions asked during its course,
 - comply with the principles of the Best Practice for GPW Listed Companies to the extent that the Company has undertaken to apply them.
4. The members of the Supervisory Board should take appropriate measures to ensure that the Supervisory Board receives information on important matters concerning the Company.
5. Members of the Supervisory Board are bound by the non-competition clause. The competition ban does not apply to Apator Group companies. A Member of the Supervisory Board may not engage in a competitive business or participate in a competitive company as a partner in a civil law partnership, partnership or a member of a body of a capital company, or be part of another competitive legal entity as a member of a body. This prohibition also includes being part of a competitive capital company if a Member of the Supervisory Board holds at least 10% of shares or stocks of that company or has the right to appoint at least one Management Board Member.
6. Supervisory Board Members must avoid engaging in professional or non-professional activities that could lead to a conflict of interest or adversely affect their reputation as Members of the Company's Supervisory Board. If a conflict of interest arises or is likely to arise, a Supervisory Board Member is obliged to inform the other Supervisory Board Members immediately. Further, the Supervisory Board Member must refrain from making decisions or otherwise participating in the given matter until the Supervisory Board has determined the further course of action.
7. Where a conflict of interest is identified with respect to a Member of the Supervisory Board of the Company, the Supervisory Board decides how to resolve it. This resolution establishes

the measures to be put in place to address or avoid a conflict of interest, taking into account all the circumstances of the given case.

8. Each Member of the Supervisory Board should be guided in their conduct both by the interest of the Company and of the entire Apator Group and by their independent opinion and judgement, and in particular should:
 - avoid accepting any benefit that might affect their impartiality and objectivity in making their decisions or reflect negatively on the independence of their opinions or judgements,
 - expressly raise their objection and dissenting opinion in case they consider that the decision of the Supervisory Board is contrary to the interest of the Company or the Apator Group.

§ 5. Organisation of the work of the Supervisory Board

1. At its first meeting, the Supervisory Board elects the Chairperson of the Supervisory Board and the Deputy Chairperson of the Supervisory Board from among its members.
2. The work of the Supervisory Board is managed by the Chairperson of the Supervisory Board or, in their absence, by the Deputy Chairperson of the Supervisory Board.
3. The Supervisory Board performs its activities collectively at meetings of the Supervisory Board.
4. Irrespective of other activities under the law, once a year the Supervisory Board shall prepare and present to the Ordinary General Shareholders Meeting of the Company a report on the activities of the Supervisory Board, including at least information on:
 - the composition of the Supervisory Board and its committees,
 - the fulfilment of the independence criteria by the members of the Supervisory Board,
 - number of meetings of the Supervisory Board and its committees during the reporting period,
 - the results of the assessment of the reports on the activities of the Management Board and the financial statements for the last financial year in terms of their conformity with the books, documents and facts,
 - the assessment of the Company's situation, taking into account the adequacy and effectiveness of the Company's systems for internal control, risk management, ensuring compliance with standards or applicable practices and internal audit,

- the assessment of the implementation by the Management Board of the information obligations referred to in Article 380¹ of the CCC,
- the assessment of the manner in which the Management Board prepares or submits to the Supervisory Board the information, documents, reports or explanations requested in accordance with the procedure set out in the CCC,
- the total remuneration payable by the Company for all audits commissioned by the Supervisory Board during the financial year in accordance with the procedure set out in Article 382¹ of the CCC.

§ 6. Supervisory Board Meetings

1. The Supervisory Board Meetings are convened and the agenda is set by the Chairperson of the Supervisory Board or, in their absence, by the Deputy Chairperson of the Supervisory Board:
 - on their own initiative,
 - at the written request of a Supervisory Board Member, within 2 weeks of receipt of the request,
 - at the written request of the Management Board, within 2 weeks of receipt of the request.
2. The agenda of the Supervisory Board meeting may not be amended or supplemented during the meeting unless:
 - the entire Supervisory Board is present and no one objects to the amendment or addition to the agenda, or
 - the failure of the Supervisory Board to adopt a resolution will expose the Company to damage, or
 - the subject of the resolution is to assess whether there is a conflict of interest between the Supervisory Board Member and the Company.
3. Meetings of the Supervisory Board shall be convened at least 2 weeks prior to the meeting.
4. The meetings of the Supervisory Board are convened by inviting all the Members by electronic means (email) to the address provided to each Member of the Board by Apator S.A. In case of technical problems, the invitation can be made by telephone.
5. In justified cases, a meeting of the Supervisory Board may be convened as a matter of urgency, i.e. less than 2 weeks before the meeting. Where this is the case, a meeting is

deemed to have been duly convened if the Members have been notified of its date, provided that no Member of the Supervisory Board objects to the holding of such meeting.

6. The Supervisory Board may also meet without being formally convened if all members agree and do not object to the inclusion of individual items on the agenda.
7. Members of the Management Board have the right to participate in meetings of the Supervisory Board except for that part of those meetings during which matters concerning the Management Board or its Members are discussed.
8. Minutes of the Supervisory Board Meetings are drawn up and signed by the Board Members present at the respective meeting.
9. The Minutes must contain:
 - a list of those present at the Meeting,
 - agenda,
 - a brief summary of the matter discussed,
 - a declaration on the adoption of a resolution on the matter in question,
 - the number of votes cast for each resolution,
 - dissenting opinions of Supervisory Board Members submitted for the record.
10. The Minutes may be signed at the next Board meeting.

§ 7. Supervisory Board Resolutions

1. The Supervisory Board takes decisions in the form of resolutions, including with regard to:
 - proposals to the General Shareholders Meeting,
 - opinions, positions, initiatives and proposals on matters arising from the Articles of Association and applicable legislation,
 - post-inspection recommendations to the Management Board.
2. For resolutions to be valid, a notice of the meeting must be given to all members of the Supervisory Board.
3. Supervisory Board resolutions may be adopted by e-mail. All members of the Supervisory Board should be notified electronically of the content of the draft resolution.
4. A member of the Supervisory Board shall, within one working day of receiving the draft resolution, indicate by e-mail to the specified address whether they are voting for or against the resolution or abstaining from voting.

5. In justified cases, Supervisory Board resolutions may be adopted in writing. The Chairperson draws up the resolution and sends it to all Board Members subsequently, and informs them electronically or by telephone of the content and method of transmission of the resolution. The members of the Supervisory Board vote on the resolution while simultaneously affixing their signature thereon and indicating whether they vote for or against the resolution or abstain from voting.
6. Resolutions under the procedure set out in sec. 3–5 above may not be passed on the following matters:
 - electing the Chairperson and Deputy Chairperson of the Supervisory Board,
 - appointing, dismissing and suspending Management Board members.
7. With respect to the votes taken in the manner set out:
 - in sec. 3–4 above: Minutes are drawn up and signed together with the resolution at the next Supervisory Board meeting,
 - in sec. 5 above: minutes are drawn up and signed at the next Supervisory Board meeting.
8. Resolutions, including when adopted in writing or by e-mail, must be adopted by an absolute majority of votes, with the following attendance at the Supervisory Board meeting:
 - for five-member Boards: at least three Supervisory Board members,
 - for Boards with more than five members: at least three Supervisory Board members,
9. In the case of a tie vote, the Chairperson of the Supervisory Board has the casting vote
10. Resolutions are numbered consecutively for the calendar year and signed by the Supervisory Board members present at the meeting.

§ 8. Administrative management

1. The responsibility for providing administrative support for Supervisory Board meetings based on instructions received from the Chairperson of the Supervisory Board, as well as for keeping records of their proceedings, rests with the relevant organisational unit indicated in the Organisational Regulations of the Company.
2. Minutes of Supervisory Board meetings and resolutions are archived on paper and electronically.
3. The Company should also ensure that the Supervisory Board is able to make use of such professional independent advisory services as it deems necessary to exercise effective

supervision over the Company. The service provider is selected by the Supervisory Board, taking into account the financial situation of the Company.

§ 2.

The resolution shall enter into force on the date of its adoption.

Justification for Resolutions No. 34/VI/2025 and 35/VI/2025:

The above resolutions are of an organisational nature only.

Resolution No. 36/VI/2025
of the Ordinary General Shareholders Meeting
of Apator S.A. of 25 June 2025

on the establishment of a Share Buy-back Programme for the purpose of redemption and reduction of share capital and on the establishment of a Share Redemption Fund to finance the Share Buy-back Programme.

Based on art. 359 § 1 and 362 § 1 point 5 of the Polish Commercial Companies Code. and § 11 of the Statute of Apator S.A. Ordinary General Shareholders Meeting adopts the following resolution:

1. proxProgramme of own shares buy-back for their redemption and reduction of share capital.
2. The Fund for redemption of shares is established to be used for the settlement of the acquisition of own shares by Apator S.A. within the own share buy-back programme.
3. In relation to the creation of the Fund for redemption of shares, referred to in item 2 above, the General Shareholders Meeting separates the amount of 10.000.000,00 PLN (ten million PLN 00/100) from the reserve capital of the Company and decides to transfer it to the Fund for redemption of shares destined to finance the total price of acquisition of own shares increased by the costs of acquisition of own shares.
4. The Programme for the buy-back of own shares for the purpose of their redemption and reduction of the share capital is set out in the Annex to this resolution

Appendix to Resolution No. 36/VI/2025

Programme to buy back own shares for cancellation and reduction of share capital

§ 1.

The share buy-back (acquisition) programme, also referred to as the Programme, is introduced in accordance with the provisions of: - the Act of 15 September 2000. - Commercial Companies

Code (i.e. Journal of Laws 2024, item 18 as amended), - Regulation (EU) No 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (Market Abuse Regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC (the 'MAR Regulation'), - Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016. supplementing Regulation (EU) No 596/2014 of the European Parliament and of the Council with regard to regulatory technical standards on the conditions applicable to buy-back programmes and stabilisation measures.

§ 2.

The purpose of the adoption of the Programme for repurchase (acquisition) of own shares is to cause the reduction of the share capital of Apator S.A. by redemption of shares acquired under the Programme. The performance of the Programme is in the interest of both the Company and the shareholders in the situation when the stock exchange price is below the fair value of the shares of Apator S.A. The Repurchase Programme covers fully paid up shares of the Company admitted to trading on the regulated market of Warsaw Stock Exchange S.A. in Warsaw.

§ 3.

The repurchase of own shares of Apator S.A. within the Programme will be performed on the following conditions:

1. Apator S.A. may purchase bearer shares of A, B, C series marked with code PLAPATR00018.
2. The maximum number of own shares to be purchased under the Programme is 500 000 shares, which is 1,53% of the share capital of Apator S.A.
3. The performance of the Programme will last from 7 July 2025 to 30 April 2026.
4. The Executive Board with the consent of the Supervisory Board may take decisions on resignation or termination of the acquisition of own shares of Apator S.A. before the end of the period indicated in item 3.
5. The unit price per share of Apator S.A., acquired under the Programme cannot be higher than 22.00 PLN.

6. The funds designated for acquisition of own shares will come from the Fund for redemption of shares established according to the Resolution of General Shareholders Meeting of Apator S.A. No. 36/VI/2025 dated 25th June 2025.
7. Financial means designated for the performance of the Programme cannot exceed the amount of the Fund for redemption of shares i.e. the amount of 10.000.0000,00 PLN (ten million zlotys 00/100).
8. During the performance of transactions under the Programme, Apator S.A. cannot purchase shares at a price higher than the price of the last independent transaction or if it is higher - the highest current independent purchase offer in the trading system where the purchase is made, also in cases where shares are traded in different trading systems.
9. During the performance of the Programme, Apator S.A. may not purchase on each trading day more than 25% of the average daily volume of trading in shares in the trading system where the purchase is made. The average daily volume is based on the trading of the average daily volume in the last 20 trading days preceding the date of acquisition of the shares within the meaning of Commission Delegated Regulation (EU) 2016/1052 of 8 March 2016.

§ 4.

The Executive Board of Apator S.A. is obliged to:

- make all decisions and perform all factual and legal actions, including the determination of detailed conditions of share acquisition aimed at the performance of this resolution,
- make public, in accordance with binding regulations and with necessary transparency, the purpose of the Share Acquisition Programme and its detailed conditions of performance,
- inform about the number of acquired shares and the average purchase price, informing about the number of shares purchased and the average purchase price, as well as about any changes to the Share Purchase Programme,
- informing the next General Meeting about the implementation of the Share Purchase Programme, including the number and nominal value of these shares, their share in the Company's share capital,
- convening, after the end of the Share Purchase Programme or the expiry of the authorisation to purchase own shares, a General Meeting for the purpose of adopting resolutions on the cancellation of shares and on the reduction of the Company's share capital.

§ 5.

The Management Board of Apator S.A. may, at its discretion, perform the Share Purchase Programme on its own or through an investment firm or credit institution.

Justification of the Resolution no 36/VI/2025:

Resolution No. 36/VI/2025 envisages the adoption of the Programme for repurchase of own shares in order to bring about the reduction of the share capital of Apator S.A. by the redemption of shares purchased under the Programme. The performance of the Programme is in the interest of both the Company and the shareholders, because in the opinion of the Executive Board of Apator S.A. the current stock exchange price is below the fair value of the shares of Apator S.A. In order to perform the share buy-back programme, the Resolution provides for the creation of the Fund for redemption of shares and its endowment with the amount of 10.000.000,00 PLN by transferring the funds from the supplementary capital of Apator S.A.

